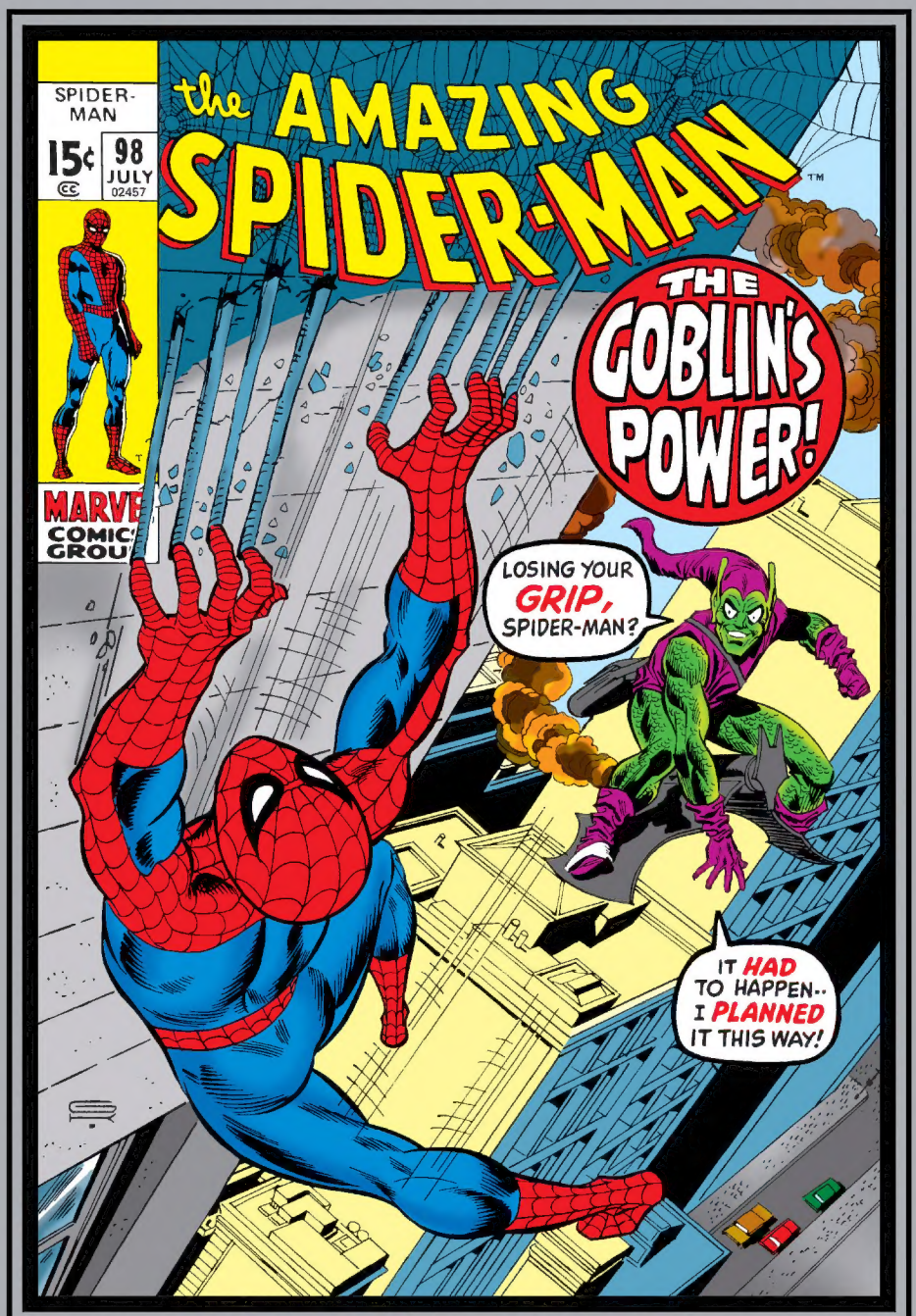
MARVEL MASTERWORKS®

THE AMAZING SPIDER-MAN®

VOLUME 10



THE AMAZING SPIDER-MAN® Nos. 88-99

STAN LEE, JOHN ROMITA & GIL KANE

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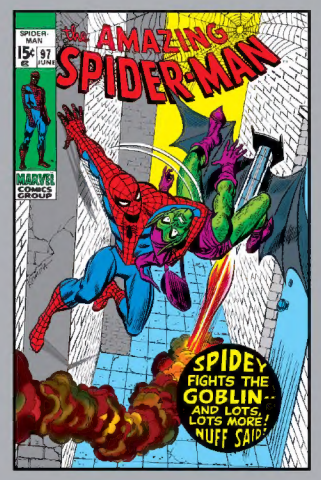

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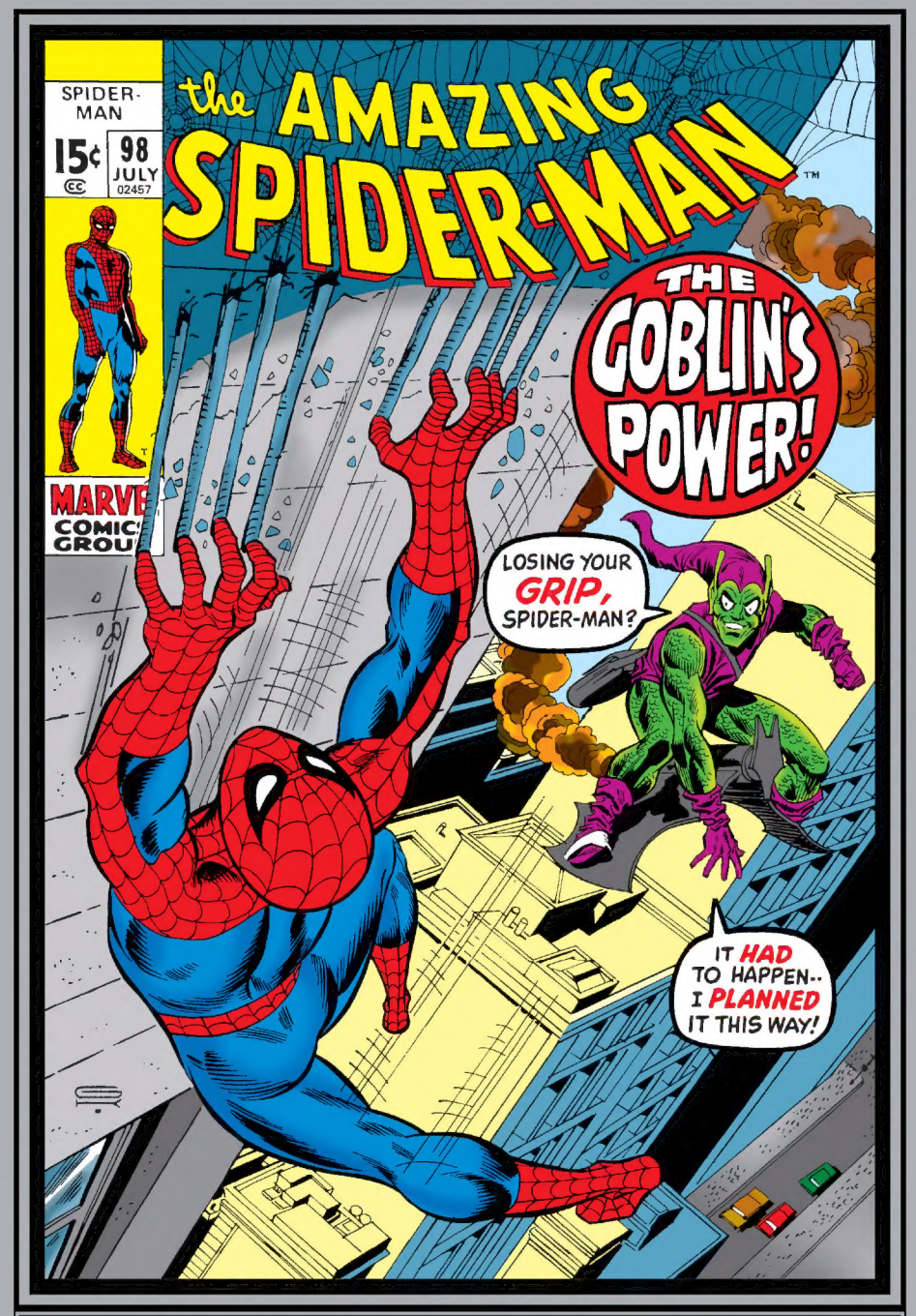

THE AMAZING SPIDER-MAN® Nos. 88-99

STAN LEE, JOHN ROMITA & GIL KANE

MARVEL

SPIDER-MAN
15¢
88
SEPT
MARVEL COMICS GROUP
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
NO MATTER WHAT I DO... THERE'S NO WAY TO STOP THE LIVING TENTACLES!
SEE: THE RAMPAGING RETURN OF SPIDEY'S DEADLIEST FOE!
THE ARMS OF DOCTOR OCTOPUS!

THE AMAZING SPIDER-MAN!™
THE ARMS OF DOCTOR OCTOPUS!
LET'S VISIT NEW YORK'S FAMOUS MUSEUM OF NATURAL SCIENCE, WHERE ITS MOST SENSATIONAL EXHIBIT IS NOW ON DISPLAY---
EVEN THOUGH DR. OCTOPUS IS NOW IN THE PENITENTIARY, MANY MILES FROM HERE--- HIS AMAZING MECHANICAL ARMS ARE STILL CONSIDERED POTENTIALLY DANGEROUS!
ACTUAL ARMS
SCRIPT: STAN LEE
ART: JOHN ROMITA
INKING: JIM MOONEY
LETTERING: SAM ROSEN

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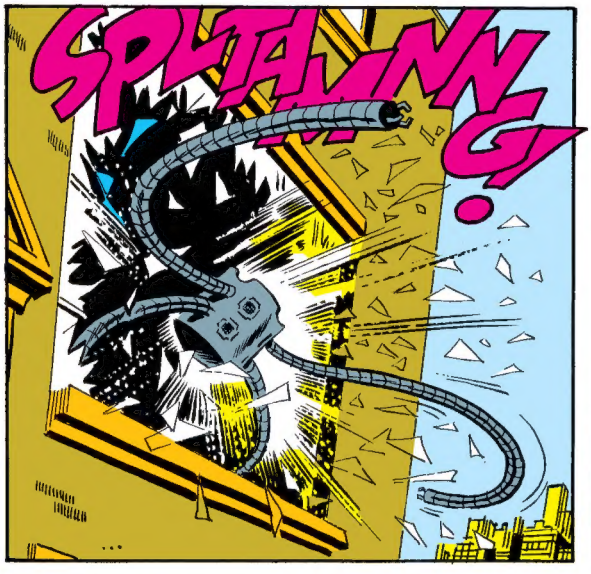
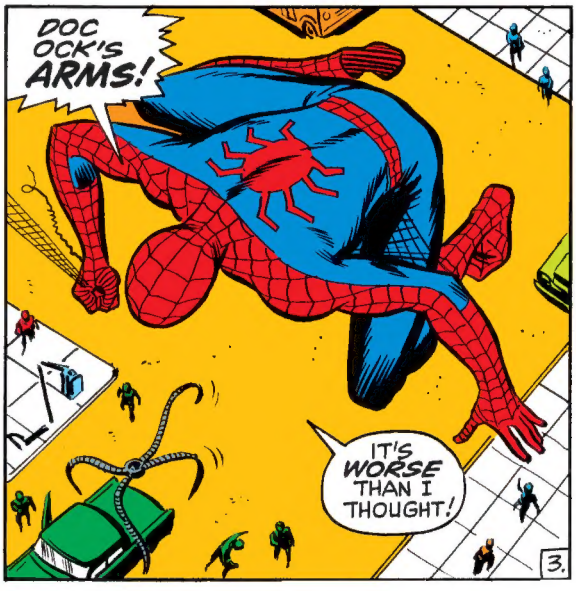
AS YOU KNOW, DUE TO A STRANGE ATOMIC ACCIDENT MANY YEARS AGO, DOC OCK GAINED A DEADLY MENTAL CONTROL OF HIS SUPER-POWERFUL ARMS!
THAT IS WHY HE IS IMPRISONED FAR AWAY FROM HERE-- BEYOND THE RANGE OF THAT CONTROL!
BUT, EVEN AS THE LECTURER HOLDS HIS AUDIENCE SPELLBOUND, SILENT, UNSEEN VIBRATIONS TRAVEL OUTWARD FROM A LONELY MIDWEST PRISON...
I'VE GOT TO MAKE A GREATER EFFORT THAN I'VE EVER MADE BEFORE!
ALL THESE ENDLESS MONTHS, HERE IN SOLITARY, I'VE PRACTICED, PRACTICED, PRACTICED-- TO INCREASE THE RANGE OF MY MENTAL CONTROL--
AND NOW, AT LAST-- THE TIME HAS COME!
HE'S BEEN SITTING THAT WAY FOR OVER AN HOUR! WHAT DO YOU MAKE OF IT?
WHO CARES? I GOT MY OWN PROBLEMS!
AS LONG AS THOSE ARMS OF HIS ARE STILL IN NEW YORK, WHY WORRY?
WHY WORRY? HOW'S THIS FOR OPENERS--?
SOMETHING'S HAPPENING! THE ARMS-- THEY-- THEY'RE MOVING!
LOOK OUT! THEY'RE STARTING TO BREAK AWAY!
RUN! TAKE COVER! GET OUT OF THE BUILDING!
THOK!
2.

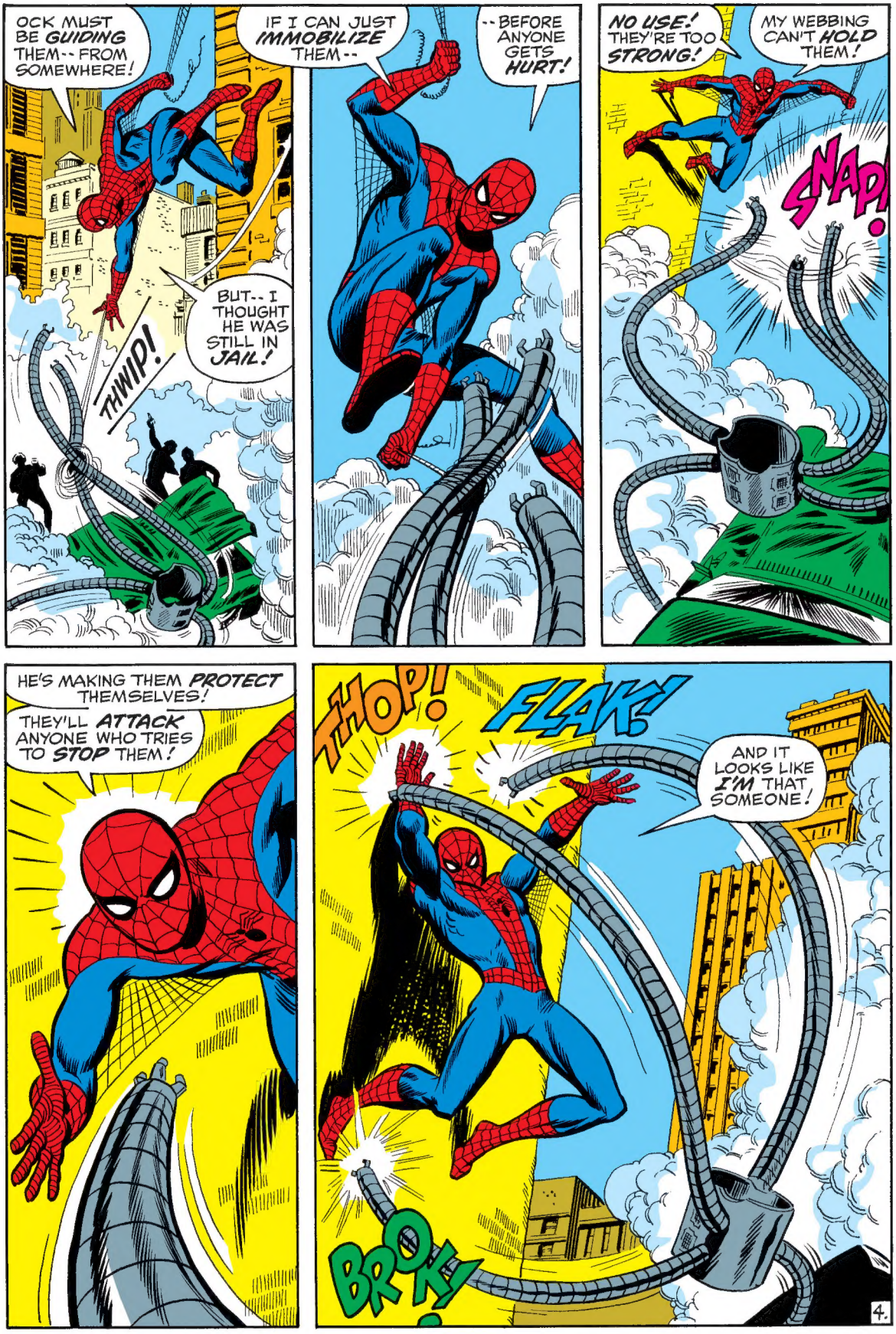
THE ARMS-- THEY'RE MOVING BY THEMSELVES!
IT'S LIKE-- THEY'RE TRYING TO FLEE THE BUILDING!
THEY WON'T LET ANYTHING-- ANY-THING-- STAND IN THEIR WAY!
ZOM!
BTAM!

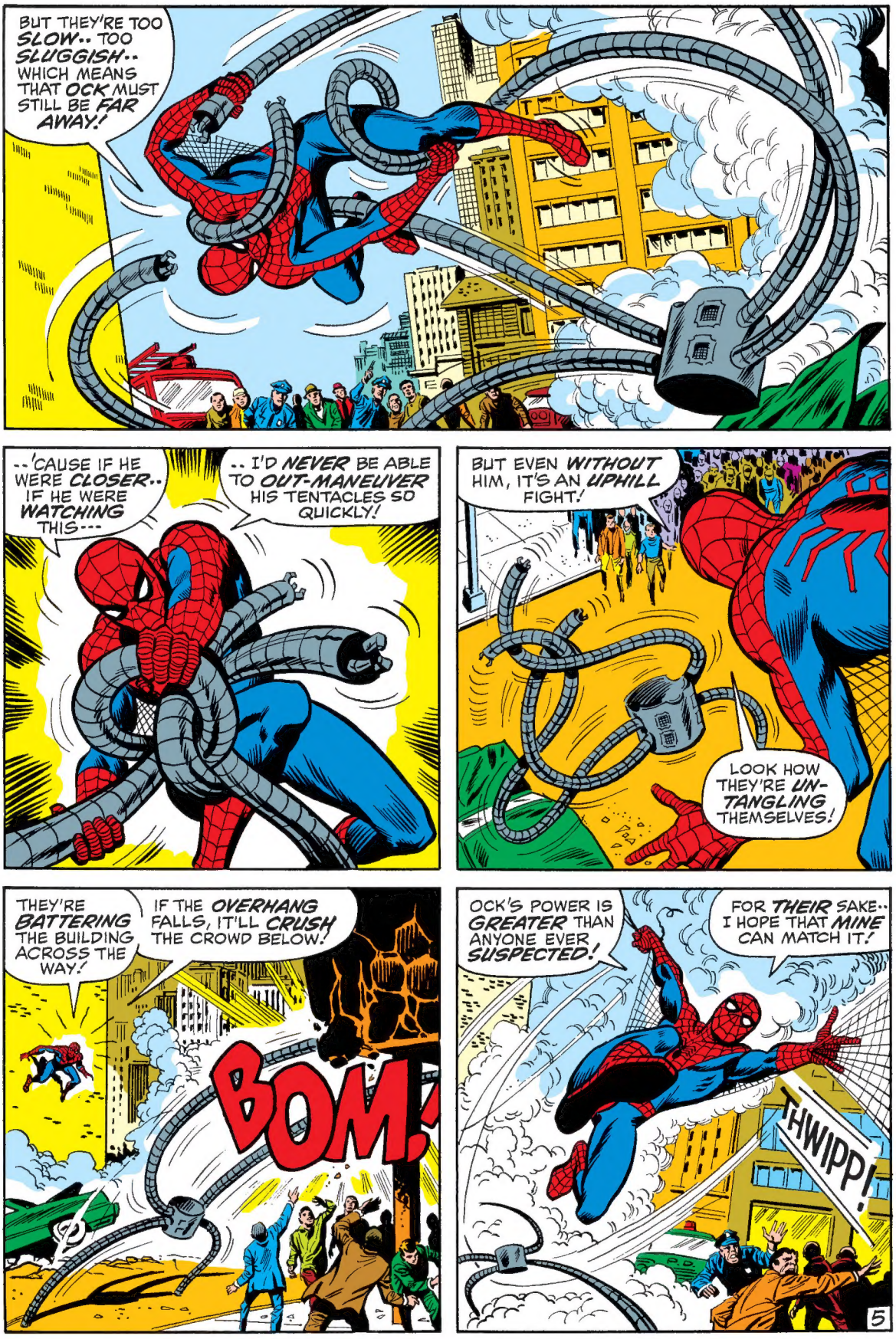

SPLTAUNNG!

IT'S USELESS! NOTHING CAN STOP THEM! BULLETS JUST KEEP BOUNCING OFF!
KRAK!
KRAK!

BUT THEN, SUDDENLY, (AS IF YOU WEREN'T EXPECTING HIM!) ALONG COMES SPIDEY..!
MY SPIDER SENSE-- IT'S GONNA BLOW A GASKET!
THERE'S TROUBLE BELOW-- BIG TROUBLE!


DOC OCK'S ARMS!
IT'S WORSE THAN I THOUGHT!
3.


OCK MUST BE GUIDING THEM-- FROM SOMEWHERE!
IF I CAN JUST IMMOBILIZE THEM--
--BEFORE ANYONE GETS HURT!
NO USE! THEY'RE TOO STRONG!
MY WEBBING CAN'T HOLD THEM!
SNAP!
THWIP!
BUT-- I THOUGHT HE WAS STILL IN JAIL!
HE'S MAKING THEM PROTECT THEMSELVES!
THEY'LL ATTACK ANYONE WHO TRIES TO STOP THEM!
THOP!
FLAK!
AND IT LOOKS LIKE I'M THAT SOMEONE!
BROK!
4.


BUT THEY'RE TOO SLOW.. TOO SLUGGISH.. WHICH MEANS THAT OCK MUST STILL BE FAR AWAY!
..'CAUSE IF HE WERE CLOSER.. IF HE WERE WATCHING THIS---
.. I'D NEVER BE ABLE TO OUT-MANEUVER HIS TENTACLES SO QUICKLY!
BUT EVEN WITHOUT HIM, IT'S AN UPHILL FIGHT!
LOOK HOW THEY'RE UN-TANGLING THEMSELVES!
THEY'RE BATTERING THE BUILDING ACROSS THE WAY!
IF THE OVERHANG FALLS, IT'LL CRUSH THE CROWD BELOW!
BOOM!
OCK'S POWER IS GREATER THAN ANYONE EVER SUSPECTED!
FOR THEIR SAKE.. I HOPE THAT MINE CAN MATCH IT!
THWIPP!
5

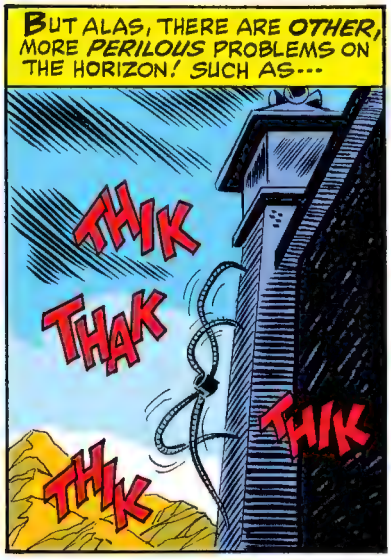
RUN, DOWN THERE! RUN, DO YOU HEAR? MY WEBBING CAN'T HOLD THE CONCRETE MUCH LONGER!
THE ARMS.. THEY'RE RACING AWAY!
BUT I CAN'T GO AFTER THEM.. NOT TILL THE STREET IS CLEARED!
Acme AIR CONDITIONING REFRIGERATION
FINALLY...
I THOUGHT THE RESCUE SQUAD WOULD NEVER GET HERE!
BUT WHAT DO I DO NOW? THE ARMS HAVE VANISHED!
HOURS LATER...
THE CITY'S TOO BIG.. THE ARMS HAD TOO MUCH OF A HEAD START.. THEY COULD BE ANY-WHERE!
MIGHT AS WELL HEAD HOME!
ALL I CAN DO IS HOPE THAT THE POLICE WILL MANAGE TO KEEP OCK AND HIS ARMS MILES APART!
..'CAUSE IF THEY EVER COME TOGETHER.. FORGET IT!
MEANTIME, PETER PARKER BETTER GET WITH HIS STUDYING!
MY AVERAGES ARE NOTHING TO BRAG ABOUT LATELY!

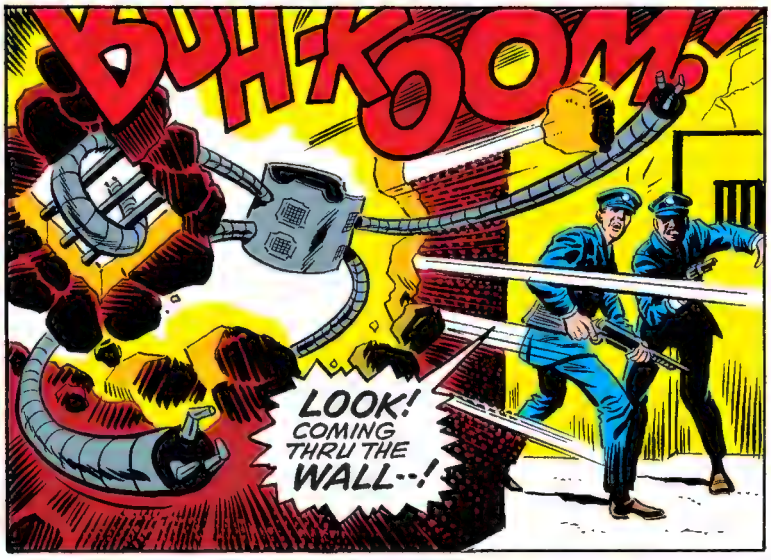
AND, AS THE LONG, LONELY HOURS TICK ON, AND THE FIRST FLICKERING FINGERS OF DAWN FAINTLY APPEAR---
CAN'T-- KEEP MY EYES OPEN-- ANY LONGER---
THEN, THE NEXT MORNING---
JUST WHAT I'VE BEEN EXPECTING! A NOTE ON THE BULLETIN BOARD-- FOR ME TO SEE PROFESSOR WARREN!
MORNIN', MAN! NICE TO HAVE YOU WITH US AGAIN!
HI, GWEN HONEY! HOW'S MY DYNA-MITE BLONDE THIS A.M.-?
COME A LITTLE CLOSER AND FIND OUT!
HEY, LOVE O' MY LIFE -- WE'RE STILL IN SCHOOL!
SURE, SWEETIE -- BUT I WANT YOU TO KNOW WHAT YOU'RE MISSING!
I'LL LOOK FOR YOU AFTER CLASS, MR. PARKER!
I'LL BE EASY TO FIND, GWENDY! I'M THE CAT WITH HIS HEART ON HIS SLEEVE!
MIGHT AS WELL GET THIS OVER WITH NOW--
COME IN, PARKER! I'VE BEEN WANT-ING TO SEE YOU!
AND I CAN BET IT'S NOT TO JOIN MY FAN CLUB!
I KNOW I DON'T HAVE TO REMIND YOU THAT YOU'RE ATTENDING STATE U. ON A SCHOLARSHIP, SON--
AND YOUR GRADES HAVE BEEN SLIPPING DANGEROUSLY LOW LATELY!
MY HUNCH WAS RIGHT!
I'M AWARE OF YOUR ABILITY, PARKER! YOU TAKE TO SCIENCE LIKE BUTTER TAKES TO BREAD!
BUT NOT EVEN YOU CAN KEEP YOUR GRADES UP WHEN YOU'RE ABSENT MORE THAN YOU'RE HERE!
AND DON'T I KNOW IT!
SO I THOUGHT A WORD TO THE WISE MIGHT BE SUFFICIENT!
7

NOW THAT THAT'S OVER, LEVEL WITH ME, SON!
ARE THERE ANY PERSONAL PROBLEMS BUGGING YOU? ANYTHING I CAN HELP WITH?
NO, SIR! NOTHING I CAN--TALK ABOUT!

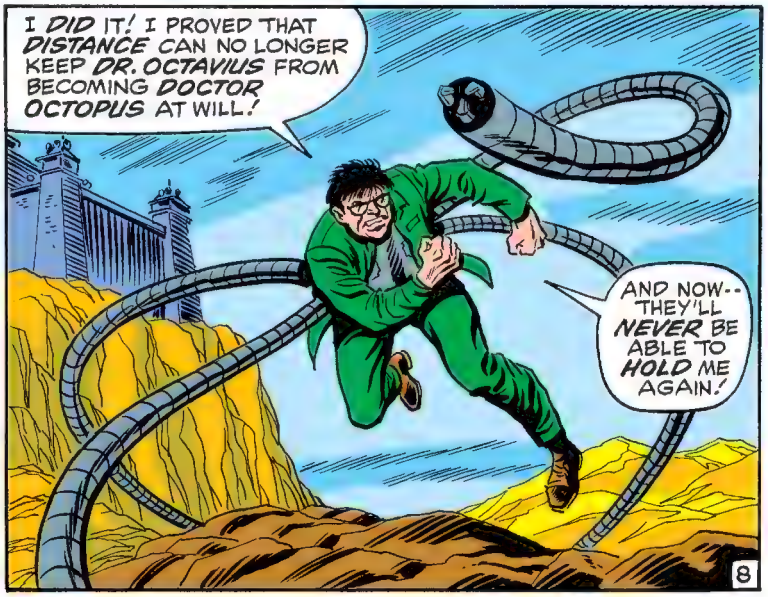
OF COURSE, I COULD HAVE SAID--"WELL, THERE'S THIS BUSINESS OF ME BEING SPIDER-MAN, FOR INSTANCE!"
A PENNY FOR YOUR THOUGHTS, MOROSE ONE!
UH UH! YOU'D BE SHORT-CHANGED, GWENDY!
KEEP YOUR CITY CLEAN

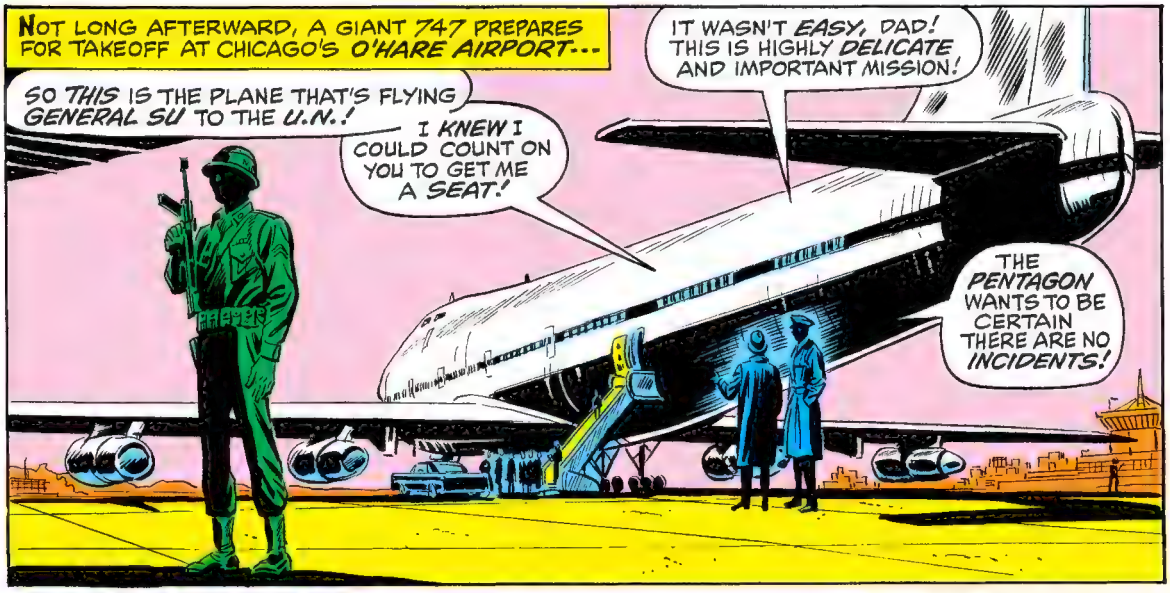
WARREN TOLD ME I'VE BEEN ABSENT TOO MUCH! MY GRADES ARE FROM HUNGER!
THEN I'LL JUST HAVE TO COACH YOU! THAT SHOULDN'T BE HARD TO TAKE!


BUT ALAS, THERE ARE OTHER, MORE PERILOUS PROBLEMS ON THE HORIZON! SUCH AS---
THIK
THAK
THIK
THIK


BUH-KOOM!
LOOK! COMING THRU THE WALL--!

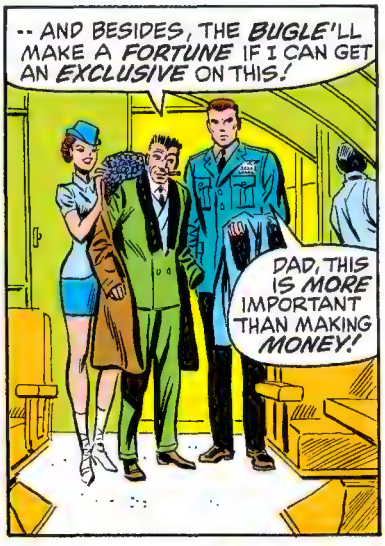
SECONDS LATER---
IT'S OCK!! HE JUST MADE A BREAK!
IT'S THOSE ARMS OF HIS! THEY BROKE IN! HE'S GOT 'EM AGAIN!


I DID IT! I PROVED THAT DISTANCE CAN NO LONGER KEEP DR. OCTAVIUS FROM BECOMING DOCTOR OCTOPUS AT WILL!
AND NOW--THEY'LL NEVER BE ABLE TO HOLD ME AGAIN!

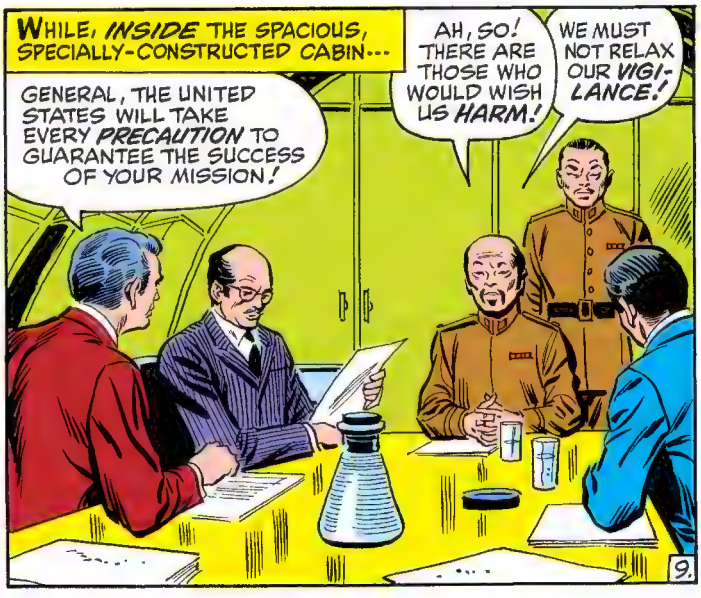

NOT LONG AFTERWARD, A GIANT 747 PREPARES FOR TAKEOFF AT CHICAGO'S O'HARE AIRPORT---
SO THIS IS THE PLANE THAT'S FLYING GENERAL SU TO THE U.N.!
I KNEW I COULD COUNT ON YOU TO GET ME A SEAT!
IT WASN'T EASY, DAD! THIS IS HIGHLY DELICATE AND IMPORTANT MISSION!
THE PENTAGON WANTS TO BE CERTAIN THERE ARE NO INCIDENTS!

EVEN THOUGH I WAS ABLE TO BOOK PASSAGE FOR YOU, I'M AFRAID AN INTERVIEW WILL BE OUT OF THE QUESTION!
IT WILL, HUH?

WELL, WE'LL SEE ABOUT THAT! IT'S MY DUTY TO KEEP THE AMERICAN PUBLIC INFORMED, BLAST IT!

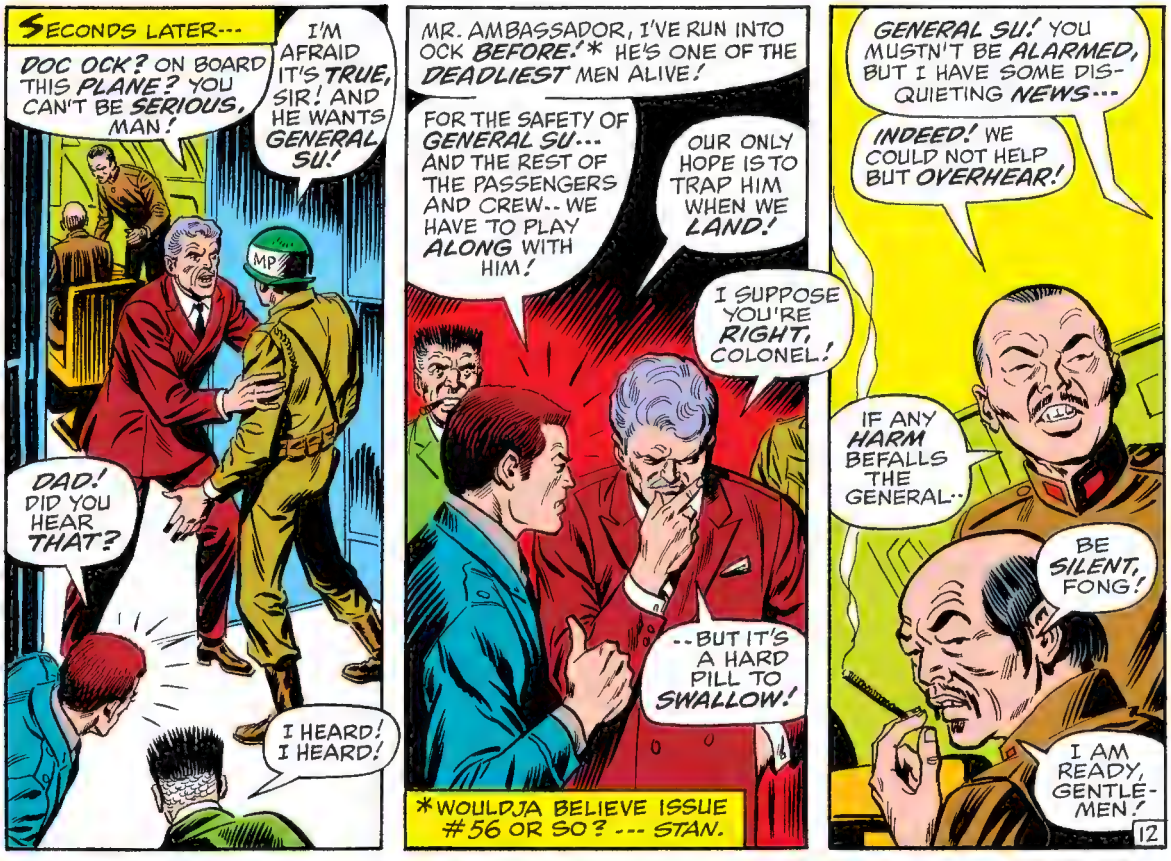

-- AND BESIDES, THE BUGLE'LL MAKE A FORTUNE IF I CAN GET AN EXCLUSIVE ON THIS!
DAD, THIS IS MORE IMPORTANT THAN MAKING MONEY!

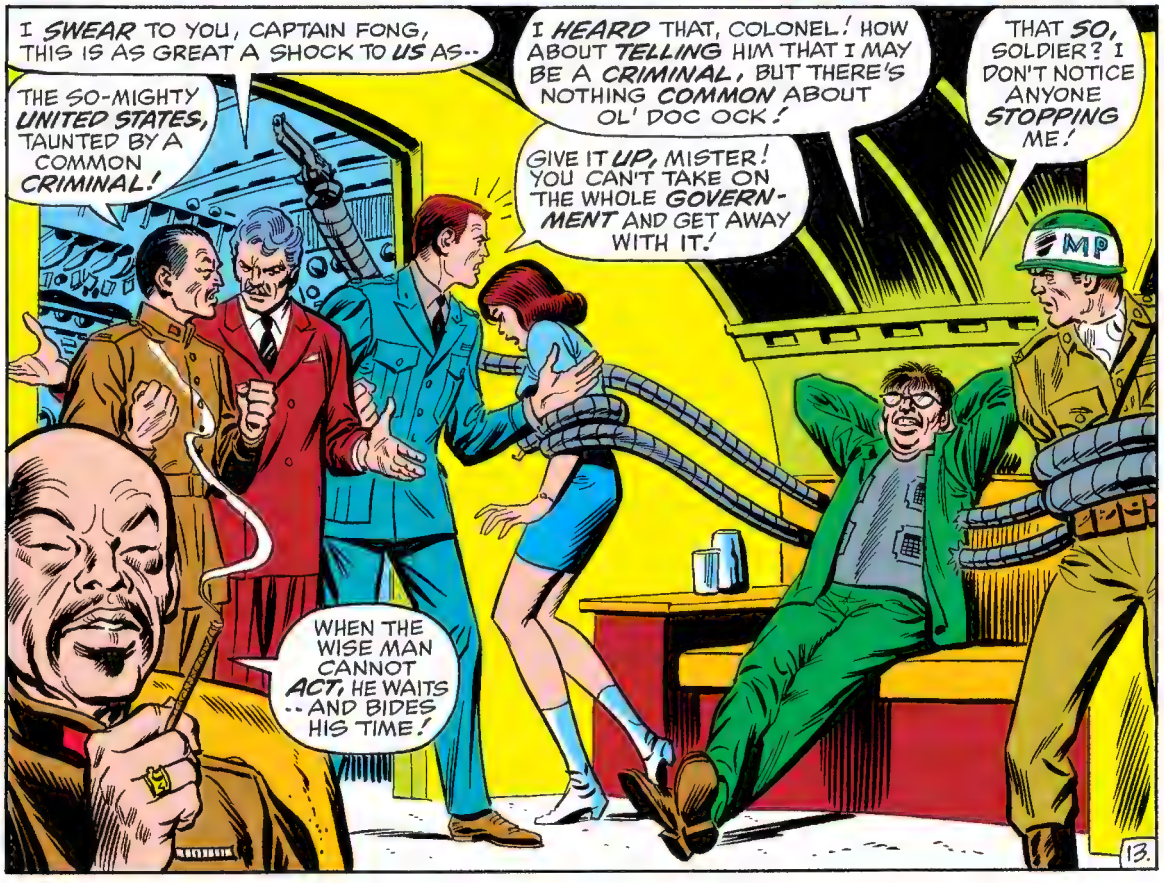
NOTHING'S MORE IMPORTANT THAN MAKING MONEY, BOY! REMEMBER THAT!
HAVE IT YOUR WAY-- BUT THAT GUARD IS THERE TO MAKE SURE NO ONE DISTURBS THE GENERAL---
MP
AND THAT MEANS NO ONE!


WHILE, INSIDE THE SPACIOUS, SPECIALLY-CONSTRUCTED CABIN---
GENERAL, THE UNITED STATES WILL TAKE EVERY PRECAUTION TO GUARANTEE THE SUCCESS OF YOUR MISSION!
AH, SO! THERE ARE THOSE WHO WOULD WISH US HARM!
WE MUST NOT RELAX OUR VIGILANCE!

BUT, SECONDS LATER-- AS THE GIANT JET SOARS SKYWARD---
SINCE DR. OCTOPUS IS HEADING EAST, HE MIGHT AS WELL TAKE THE BIGGEST PLANE OF ALL!
I'LL PRY OPEN THE LUGGAGE RAMP BEFORE WE GAIN ALTITUDE---
THEN, I'LL MAKE MY WAY TO THE HEART OF THE PLANE!
I'VE NO INTENTION OF FLYING IN THE BAGGAGE COMPARTMENT!
NOBODY MOVE!
I'M TAKING OVER NOW!
QUICK! LEAD ME TO THE PILOT'S CABIN!
I-- CAN'T MOVE! -- CAN HARDLY BREATHE!
IT'S DR. OCTOPUS! HE TORE THAT STEEL WALL APART LIKE IT WAS PAPER!
MP
MP
HE'S TRYING TO HIJACK THE PLANE!
NOT TRYING, YOU FOOL! I'M DOING IT!
GIVE ME THAT GUN! YOU WOULDN'T DARE FIRE IT IN THIS PRESSURIZED CABIN ANYWAY!
BUT I AM NOT SO CONCERNED WITH HUMAN SAFETY!
SO STAND BACK! DEFY ME, AND YOU DIE!
10

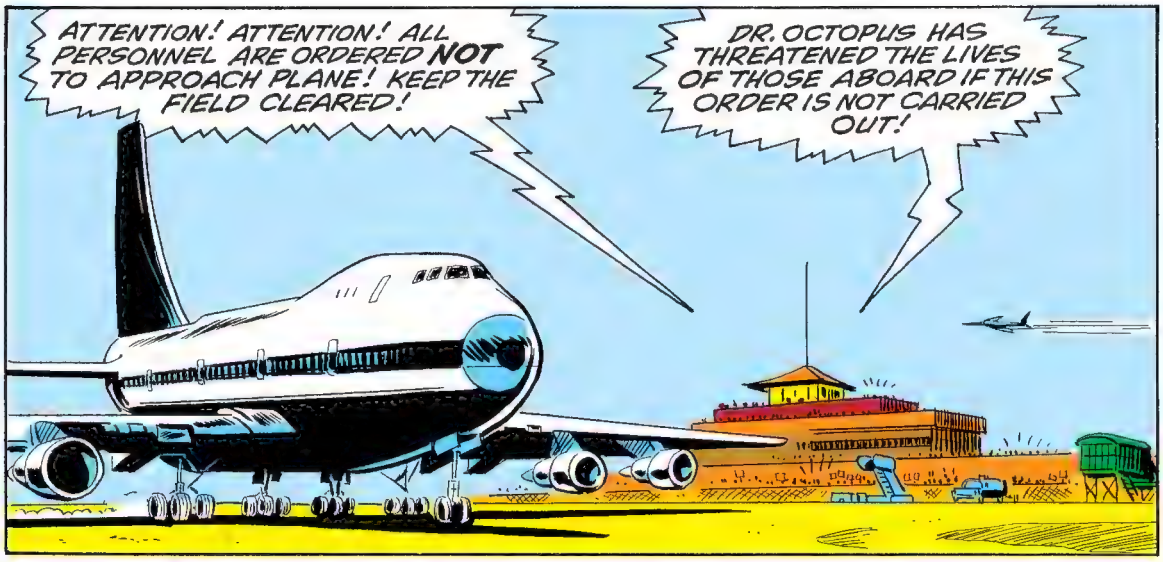
HEY! WHAT--??
IT'S DR. OCTOPUS! DON'T DO ANYTHING TO ANGER HIM!
MEET YOUR NEW CO-PILOT! THIS WILL BE MY COMMAND POST UNTIL WE LAND!
I'LL RADIO AHEAD, AND-- UNHHH!
YOU'LL DO WHAT I TELL YOU-- AND NOTHING ELSE!
EASY, YOU GUYS--
--CAN'T LET ANYTHING HAPPEN WITH GENERAL SU ABOARD!
GENERAL SU-- ON THIS PLANE?
WELL, WELL! THAT'S A BETTER BREAK THAN I BARGAINED FOR!
THE STATE DEPARTMENT WILL PAY ANYTHING TO KEEP HIM FROM HARM!
AND I'M THE ONE WHO'LL SET THE PRICE!
YOU! FETCH THE GENERAL! BRING HIM HERE TO ME-- AND I MEAN NOW!
MEANWHILE, I'LL JUST SIT HERE AND MAKE SURE NOBODY CAUSES ANY TROUBLE!
AFTER ALL, WE WOULDN'T WANT TO EMBARRASS THE GOVERNMENT NOW, WOULD WE?
HEY! I THOUGHT I GAVE YOU AN ORDER!
I-- I'M GOING! RIGHT NOW!
11.


SECONDS LATER---
DOC OCK? ON BOARD THIS PLANE? YOU CAN'T BE SERIOUS, MAN!
I'M AFRAID IT'S TRUE, SIR! AND HE WANTS GENERAL SU!
MP
DAD! DID YOU HEAR THAT?
I HEARD! I HEARD!
MR. AMBASSADOR, I'VE RUN INTO OCK BEFORE!* HE'S ONE OF THE DEADLIEST MEN ALIVE!
FOR THE SAFETY OF GENERAL SU--- AND THE REST OF THE PASSENGERS AND CREW-- WE HAVE TO PLAY ALONG WITH HIM!
OUR ONLY HOPE IS TO TRAP HIM WHEN WE LAND!
I SUPPOSE YOU'RE RIGHT, COLONEL!
--BUT IT'S A HARD PILL TO SWALLOW!
*WOULDJA BELIEVE ISSUE #56 OR SO? --- STAN.
GENERAL SU! YOU MUSTN'T BE ALARMED, BUT I HAVE SOME DISQUIETING NEWS---
INDEED! WE COULD NOT HELP BUT OVERHEAR!
IF ANY HARM BEFALLS THE GENERAL--
BE SILENT, FONG!
I AM READY, GENTLEMEN!
12


I SWEAR TO YOU, CAPTAIN FONG, THIS IS AS GREAT A SHOCK TO US AS--
THE SO-MIGHTY UNITED STATES, TAUNTED BY A COMMON CRIMINAL!
I HEARD THAT, COLONEL! HOW ABOUT TELLING HIM THAT I MAY BE A CRIMINAL, BUT THERE'S NOTHING COMMON ABOUT OL' DOC OCK!
GIVE IT UP, MISTER! YOU CAN'T TAKE ON THE WHOLE GOVERNMENT AND GET AWAY WITH IT!
THAT SO, SOLDIER? I DON'T NOTICE ANYONE STOPPING ME!
MP
WHEN THE WISE MAN CANNOT ACT, HE WAITS --AND BIDES HIS TIME!
13.

NOW DO AS I SAY AND NO ONE WILL BE HURT-- YET!
RADIO AHEAD AND TELL THEM AT KENNEDY NOT TO RUSH THE PLANE WHEN IT LANDS!
DOC OCK ISN'T IN THE MOOD FOR CROWDS!
BUT I'LL BE EXPECTING TEN MILLION DOLLARS-- IN COLD CASH!
IT'LL BE MY BONUS--- FOR PROTECTING THE GENERAL!
AND IF I DON'T GET THE MONEY, NOBODY LEAVES THE PLANE ALIVE!
HA HA HA
NUTS! JAMESON ISN'T IN! JUST WHEN I COULD USE SOME DOUGH!
HE'S COMING IN ON A 747, PETER!
MISS BRANT GET ME A CAB -- ON THE DOUBLE!
THE NEWS JUST CAME OVER THE WIRE-- DR. OCTOPUS HAS TAKEN OVER THE PLANE WITH GENERAL SU ABOARD! HE'S DEMANDING TEN MILLION DOLLARS-- OR ELSE!
ISN'T JAMESON ON THAT PLANE, ALSO?
YOU KNOW IT! GRAB A CAMERA AND LET'S GO!
IF ANY HARM COMES TO SU, IT COULD TRIGGER OFF A MAJOR NEW WAR!
THEN YOU THINK THEY'LL JUST PAY OCK THE MONEY HE WANTS?
DAILY BUGLE
DON'T KNOW WHAT TO THINK, SON!
IN A SITUATION LIKE THIS, ANY-THING CAN HAPPEN!
AND IT PROBABLY WILL!
14

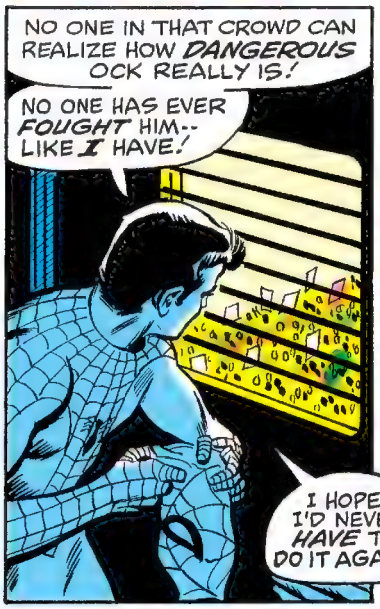
CAPTAIN STACY! MIGHT'A KNOWN YOU'D BE HERE! WHAT'S THE LATEST, GEORGE?
THE PLANE'S DUE TO LAND IN FIVE MINUTES, ROB!
..WITH OCK STILL IN CONTROL!
AND TO MAKE THINGS WORSE, THE AIRPORT IS JAMMED WITH MILITANT DEMONSTRATORS!
YEAH, I HEARD! WHAT ARE THEY DEMONSTRATING ABOUT?
THE USUAL.. SOME IN FAVOR OF GENERAL SU.. THE OTHERS DEAD SET AGAINST HIM!
THERE'S THE PLANE NOW!
I HOPE THE DEMONSTRATORS DON'T TRY TO RUSH IT ON THE FIELD!
THE POLICE WILL HAVE THEIR HANDS FULL ON A DAY LIKE THIS!
SU MUST GO!
PHEW ON SU
SU IS THRU!
SU
PHEW ON SU
WHO NEEDS SU?
DON'T GIVE OCK THE DOUGH! SU MUST GO!
ONE TWO! ONE TWO! WHO NEEDS SU? WHO NEEDS SU?
SCRAM SU!
SU.. WHO NEEDS YU?
PHEW ON SU!
THE WHOLE PLACE IS LIKE A POWDER KEG.. WAITING TO EXPLODE!
I CAN'T JUST STAND AROUND, WORRYING ABOUT SOME SNAPSHOTS!
BUT.. WHAT DO I DO?
THIS IS IT! THEY'RE FINALLY BRINGING HER DOWN!
I WONDER IF OCK WILL GET HIS MONEY?
WITH SU ABOARD, WHAT OTHER CHOICE IS THERE?
15


ATTENTION! ATTENTION! ALL PERSONNEL ARE ORDERED NOT TO APPROACH PLANE! KEEP THE FIELD CLEARED!
DR. OCTOPUS HAS THREATENED THE LIVES OF THOSE ABOARD IF THIS ORDER IS NOT CARRIED OUT!

THIS IS TERRIBLE! HOW LONG WILL WE HAVE TO STAY HERE?
WE CAN'T SAY, SIR! EVERYBODY PLEASE RETURN TO YOUR SEATS!

OCK IS A MADMAN.. WITH UNIMAGINABLE POWER!
THE RISKS ARE TOO GREAT! WE DARE NOT DEFY HIM!
WASHINGTON SAYS TAKE NO CHANCES!

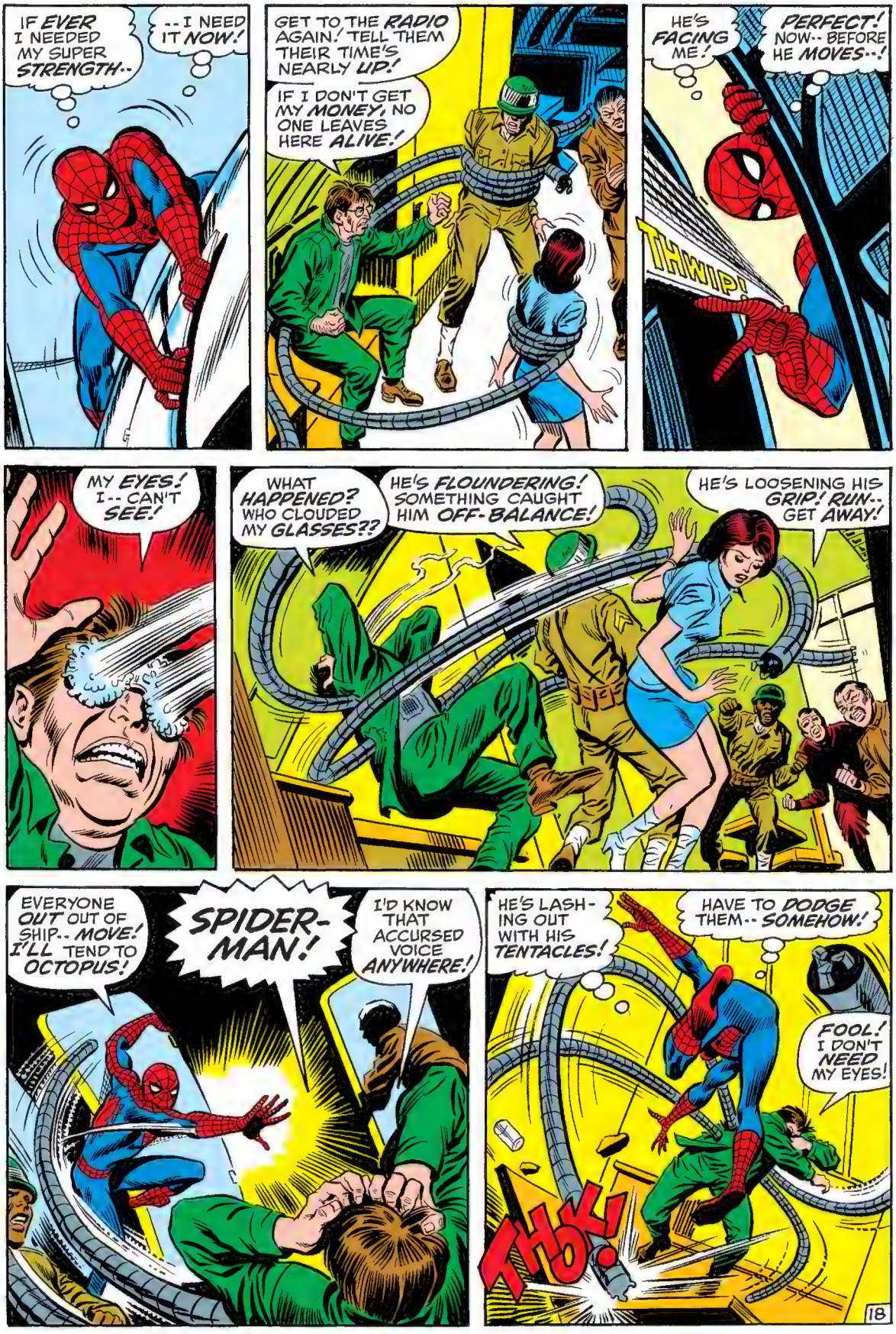
THOSE PROTESTERS ARE TRYING TO RUSH THE FIELD! IF SOMETHING ISN'T DONE SOON, THERE'LL BE A DISASTER!
NOW'S MY CHANCE TO SNEAK AWAY!


NO ONE IN THAT CROWD CAN REALIZE HOW DANGEROUS OCK REALLY IS!
NO ONE HAS EVER FOUGHT HIM-- LIKE I HAVE!
I HOPED I'D NEVER HAVE TO DO IT AGAIN!

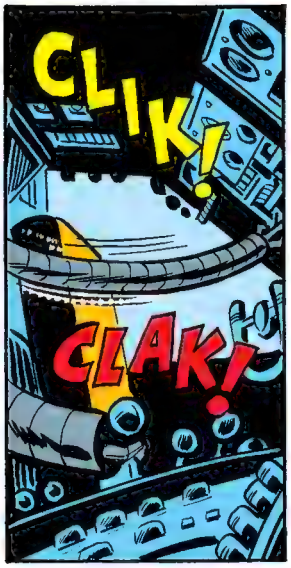
MOST OF THE PROTESTERS DON'T WANT US TO PAY THE RANSOM!
BUT, IF WE DON'T..!!

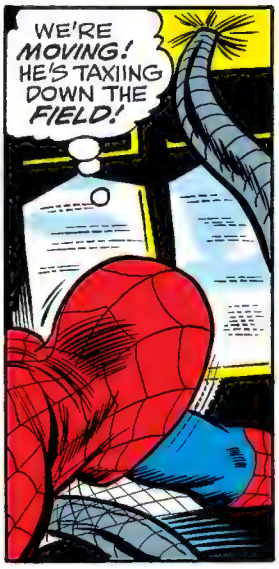
DON'T PAY TO FREE THE WARMONGER!
IF THEY BREAK THRU THE POLICE LINES, ANYTHING CAN HAPPEN!
I'VE GOT TO MOVE QUICKLY! BUT.. HOW DO I GET CLOSE TO THE PLANE?

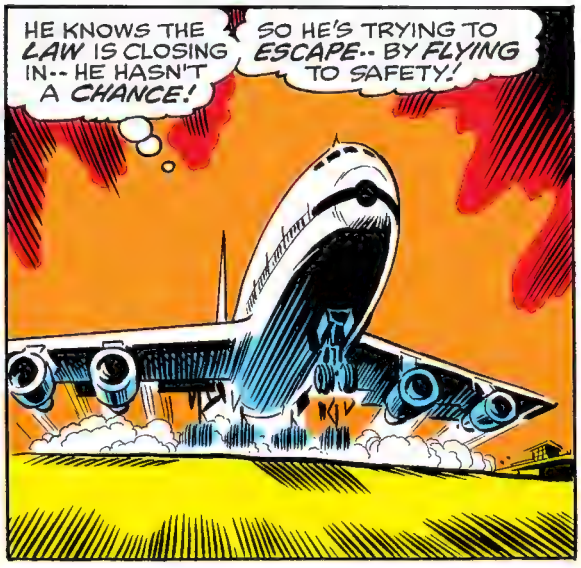
HOLD BACK THE CROWDS!! KEEP EVERYONE AWAY!
I'VE NOTHING TO LOSE! DEFY ME-- AND EVERY-ONE DIES!
THERE'S ONLY ONE CHANCE --IF MY WEBBING WILL MAKE IT!
LUCKY THERE'S A STRONG WIND AT MY BACK--!
THWIP!!
THWIP!
THWOK!
I DID IT!
AS LONG AS OCK'S EYES ARE GLUED ON THE CROWD BELOW, HE MAY NOT NOTICE ME UP HERE!
OKAY! SO FAR SO GOOD---
-- BUT I'M STILL A LONG WAY FROM TOUCHDOWN!
MY SPIDER-SENSE IS STARTING TO TINGLE!
THAT MEANS HE'S JUST BENEATH ME!
17.

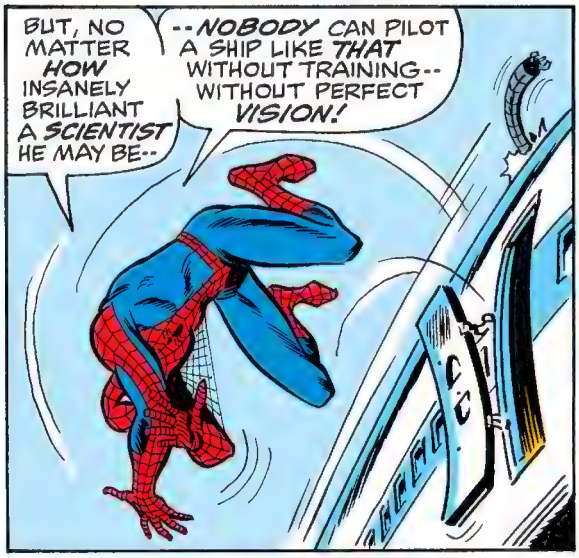

IF EVER I NEEDED MY SUPER STRENGTH--
--I NEED IT NOW!
GET TO THE RADIO AGAIN! TELL THEM THEIR TIME'S NEARLY UP!
IF I DON'T GET MY MONEY, NO ONE LEAVES HERE ALIVE!
HE'S FACING ME!
PERFECT! NOW-- BEFORE HE MOVES--!
THWIP!
MY EYES! I-- CAN'T SEE!
WHAT HAPPENED? WHO CLOUDED MY GLASSES??
HE'S FLOUNDERING! SOMETHING CAUGHT HIM OFF-BALANCE!
HE'S LOOSENING HIS GRIP! RUN-- GET AWAY!
EVERYONE OUT OF SHIP-- MOVE! I'LL TEND TO OCTOPUS!
SPIDER-MAN!
I'D KNOW THAT ACCURSED VOICE ANYWHERE!
HE'S LASHING OUT WITH HIS TENTACLES!
HAVE TO DODGE THEM-- SOMEHOW!
FOOL! I DON'T NEED MY EYES!
THOK!
18

QUICK! EVERYONE OUT THIS WAY!
AMERICA! WHY MUST IT BE-- SUCH A VIOLENT SOCIETY?
PERHAPS IT'S NO MORE VIOLENT THAN ANY OTHER, GENERAL!
BUT, SINCE WE ARE FREE.. NOTHING IS HIDDEN!
THE IMPORTANT THING IS.. WE CARE --AND WE TRY!
AND, SPEAKING OF TRYING...
EVEN WITHOUT HIS GLASSES, HE CAN KEEP ME AT BAY!
AND.. HIS TENTACLES ARE WEAKEN-ING ME!
THEY NEVER TIRE..
BOK!
THEY.. NEVER FEEL.. PAIN!
BUT, AT LEAST-- I'VE GIVEN THE OTHERS-- A CHANCE TO ESCAPE!
YOU'VE RUINED EVERY-THING!
YOU COST ME TEN MILLION DOLLARS!
THE HOSTAGES ARE SAFE! WE CAN CLOSE IN NOW!
ZRAK!
SKATCH!
TWO OF HIS TENTACLES ARE CAUGHT IN THE FUSILAGE!
IF I CAN JUST IMMOBILIZE THE OTHERS!
OH NO! HE-- HE'S REACHING FOR THE CONTROLS!
WHAT CAN HE BE AFTER?


CLIK!
CLAK!

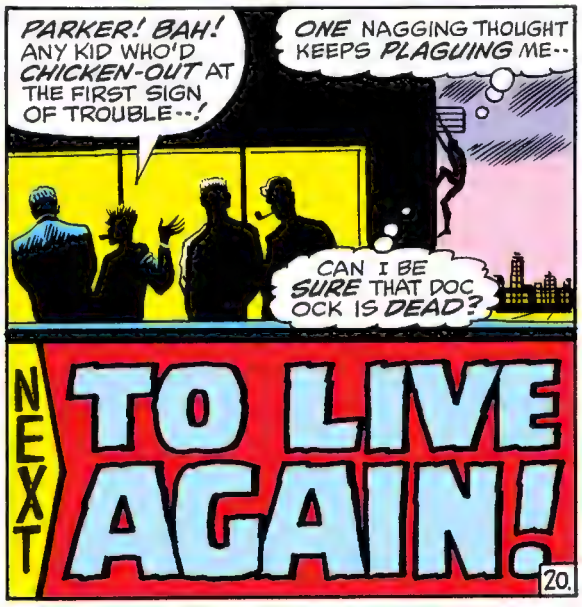

WE'RE MOVING! HE'S TAXIING DOWN THE FIELD!


HE KNOWS THE LAW IS CLOSING IN-- HE HASN'T A CHANCE!
SO HE'S TRYING TO ESCAPE-- BY FLYING TO SAFETY!

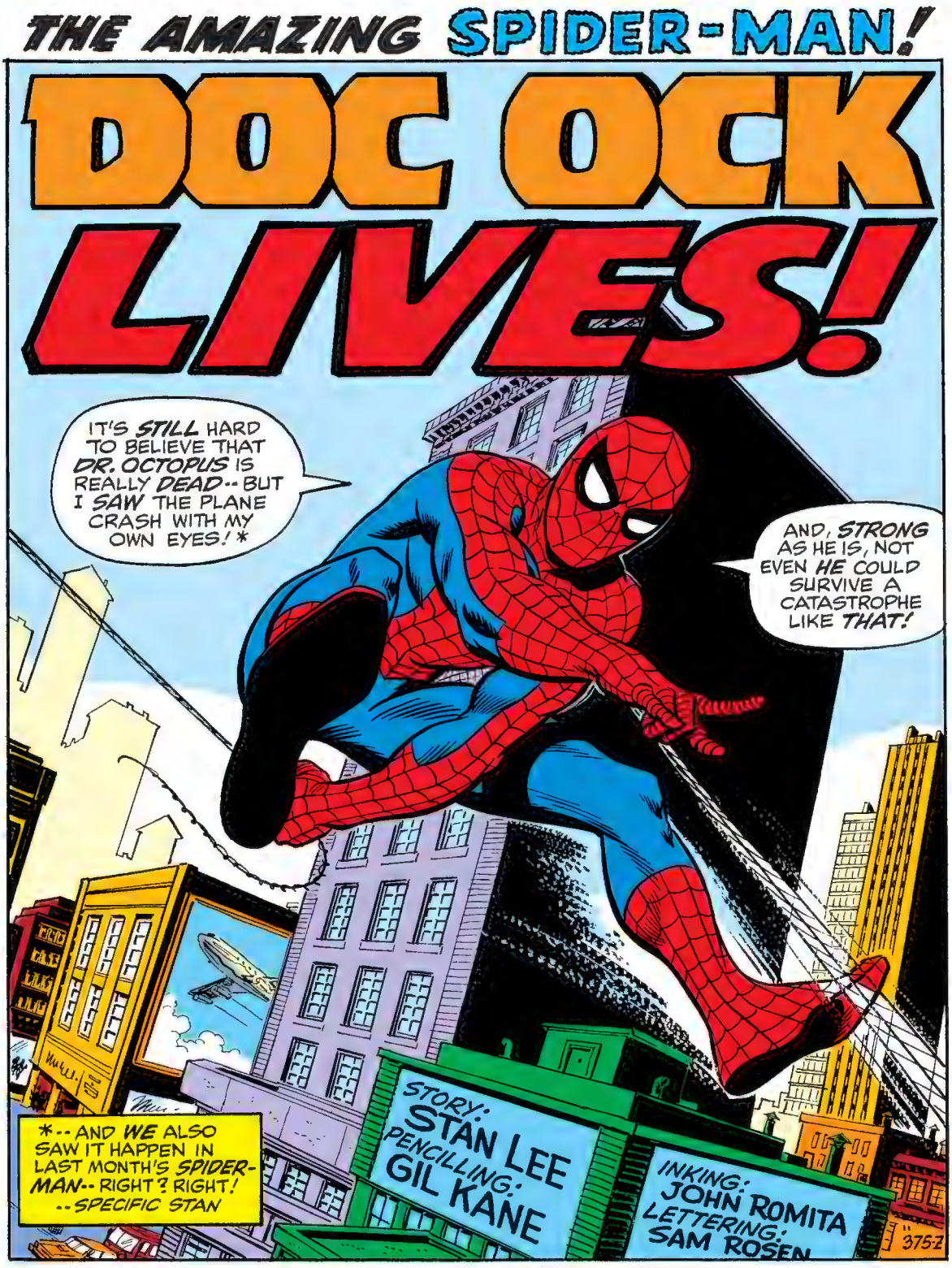

BUT, NO MATTER HOW INSANELY BRILLIANT A SCIENTIST HE MAY BE--
--NOBODY CAN PILOT A SHIP LIKE THAT WITHOUT TRAINING-- WITHOUT PERFECT VISION!

SECONDS LATER, AS IF TO LEND EMPHASIS TO SPIDEY'S WORDS-- NO SOONER DOES THE GREAT SHIP REACH THE FAR END OF THE RUNWAY, WHEN---

THE BIGGEST CRIME STORY OF THE YEAR-- THE END OF DOC OCK--
IT WAS IMPOSSIBLE! NOBODY COULD CROSS THE FIELD!
WHAT ABOUT PARKER? WHY DIDN'T HE FOLLOW SPIDER-MAN?
AND NO ONE GOT CLOSE ENOUGH TO TAKE ONE PICTURE OF HOW IT HAPPENED!
BE REASONABLE, JJ! THE KID CAN'T DO THE IMPOSSIBLE!


PARKER! BAH! ANY KID WHO'D CHICKEN-OUT AT THE FIRST SIGN OF TROUBLE--!
ONE NAGGING THOUGHT KEEPS PLAGUING ME--
CAN I BE SURE THAT DOC OCK IS DEAD?
NEXT
TO LIVE AGAIN!

SPIDER-MAN
15¢
89
OCT
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
DOC OCK LIVES!
MARVEL COMICS GROUP
ROMITA
THE MOST SPINE-CHILLING BATTLE OF THE MONTH!


THE AMAZING SPIDER-MAN!
DOC OCK LIVES!
IT'S STILL HARD TO BELIEVE THAT DR. OCTOPUS IS REALLY DEAD-- BUT I SAW THE PLANE CRASH WITH MY OWN EYES! *
AND, STRONG AS HE IS, NOT EVEN HE COULD SURVIVE A CATASTROPHE LIKE THAT!
*-- AND WE ALSO SAW IT HAPPEN IN LAST MONTH'S SPIDER-MAN-- RIGHT? RIGHT! --SPECIFIC STAN
STORY: STAN LEE
PENCILLING: GIL KANE
INKING: JOHN ROMITA
LETTERING: SAM ROSEN
375-Z

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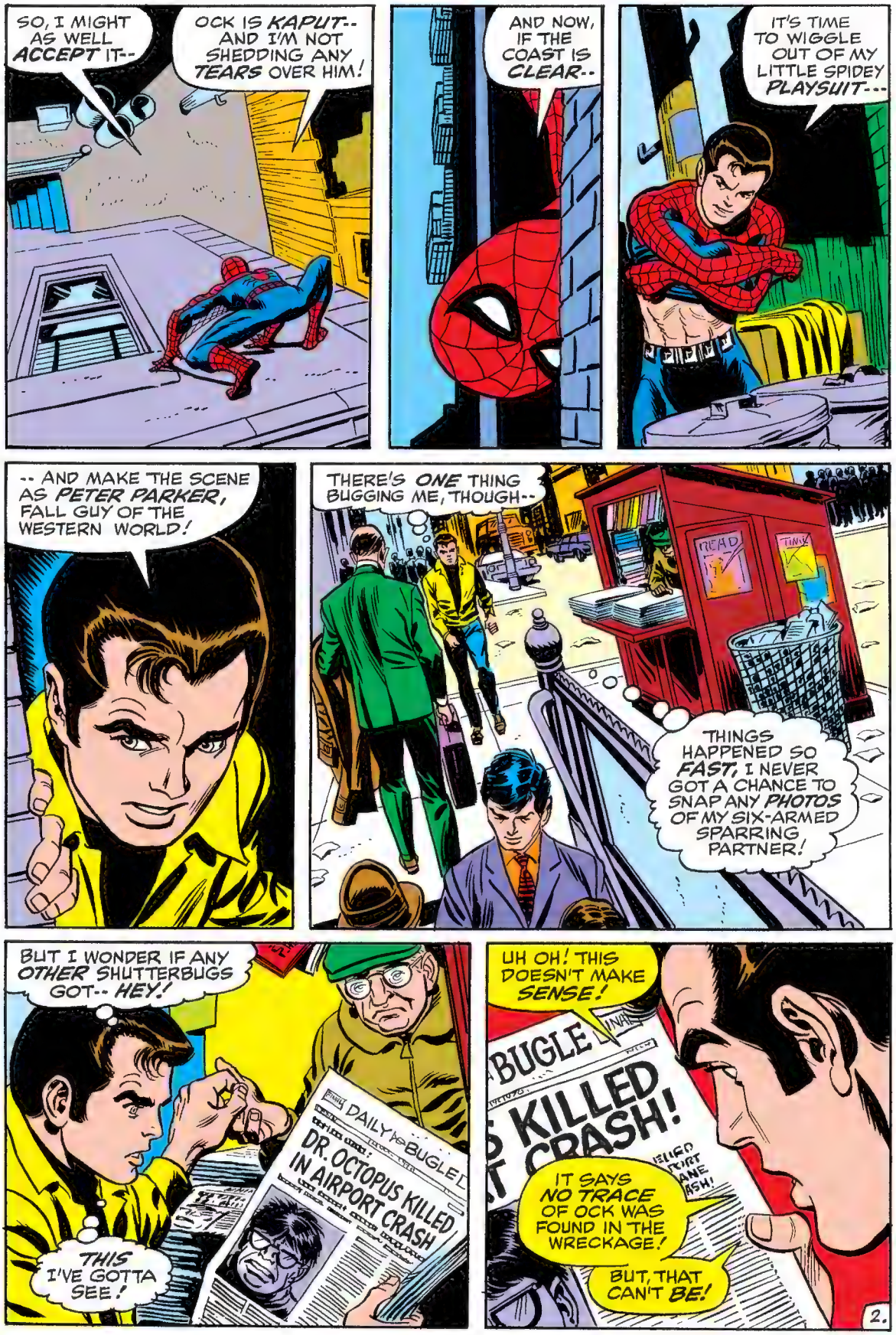

SO, I MIGHT AS WELL ACCEPT IT--
OCK IS KAPUT-- AND I'M NOT SHEDDING ANY TEARS OVER HIM!
AND NOW, IF THE COAST IS CLEAR--
IT'S TIME TO WIGGLE OUT OF MY LITTLE SPIDEY PLAYSUIT---
-- AND MAKE THE SCENE AS PETER PARKER, FALL GUY OF THE WESTERN WORLD!
THERE'S ONE THING BUGGING ME, THOUGH--
READ
THINK
THINGS HAPPENED SO FAST, I NEVER GOT A CHANCE TO SNAP ANY PHOTOS OF MY SIX-ARMED SPARRING PARTNER!
BUT I WONDER IF ANY OTHER SHUTTERBUGS GOT-- HEY!
DAILY BUGLE
DR. OCTOPUS KILLED IN AIRPORT CRASH
THIS I'VE GOTTA SEE!
UH OH! THIS DOESN'T MAKE SENSE!
BUGLE
KILLED
CRASH!
IT SAYS NO TRACE OF OCK WAS FOUND IN THE WRECKAGE!
BUT, THAT CAN'T BE!
2.

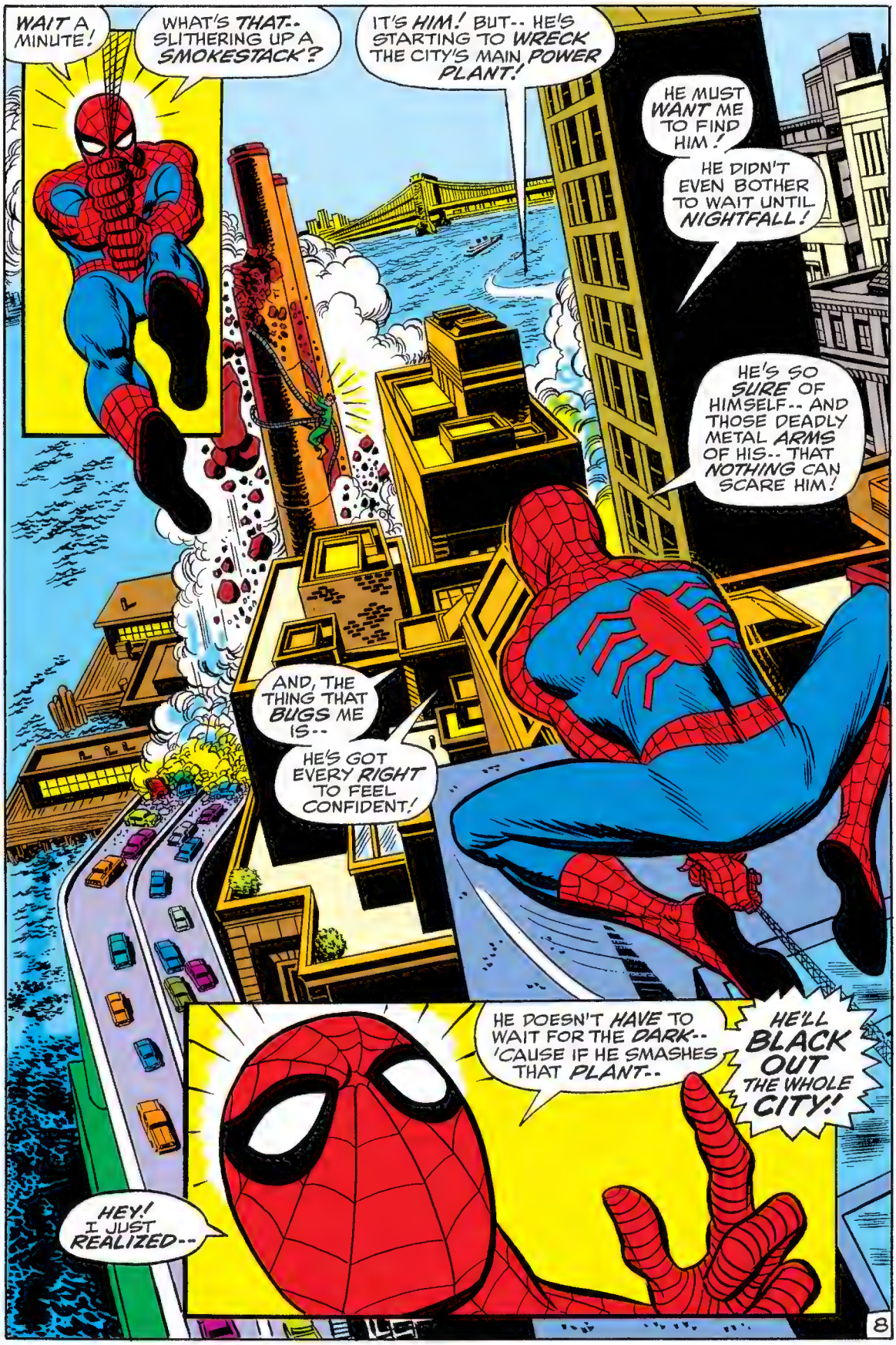
NO EXPLOSION COULD HAVE DESTROYED OCK'S STEEL TENTACLES!
SOMEONE SHOULD HAVE FOUND THEM, UNLESS...
-- UNLESS HE'S STILL ALIVE -- AND HE GOT AWAY!
HEY, PETE! WAIT UP A SECOND, MAN!
IT'S RANDY ROBERTSON!
YOU'RE JUST THE CAT I WANNA SEE!
TONIGHT'S OUR BIG PROTEST MEETING AGAINST AIR POLLUTION!
DON'T FORGET TO BE THERE, HEAR?
SORRY, RANDY! COUNT ME OUT!
I'VE GOTTA FIND OUT ABOUT DOC OCK!
LOOK, PARKER-- EVERYONE'S GONNA BE THERE! WE'RE EVEN EXPECTING RALPH NADER!
YOU CAN'T BLAME IT ON A DATE--
--'CAUSE YOUR CHICK GWEN IS COMIN', TOO!
BUT MAYBE WHAT THEY SAY ABOUT YOU IS TRUE--
MAYBE YOU DON'T GIVE A HOOT ABOUT ANYTHING--- 'CEPTIN' PETER PARKER!
NUTS! MAYBE I'M GONNA RISK MY LIFE TACKLING DR. OCTOPUS AGAIN!
BUT HOW CAN I TELL THAT TO ANYONE ELSE?

I'M AS ANXIOUS TO FIGHT AIR POLLUTION AS ANYONE--
BUT IF OCK'S STILL ALIVE, HE HAS TO COME FIRST!
HE COULD BE ANYWHERE--- WAITING TO STRIKE AT ANY TIME!
SO! THEY THINK ME DEAD, DO THEY?
THAT'S JUST THE WAY I WANT IT!
THEY MUSTN'T EXPECT MY NEXT ATTACK!
AND, MOST OF ALL, SPIDER-MAN MUSTN'T EXPECT IT!
HE'S INTERFERED WITH MY PLANS FOR THE FINAL TIME!
BUT HE'LL INTERFERE WITH ME NO LONGER!
4

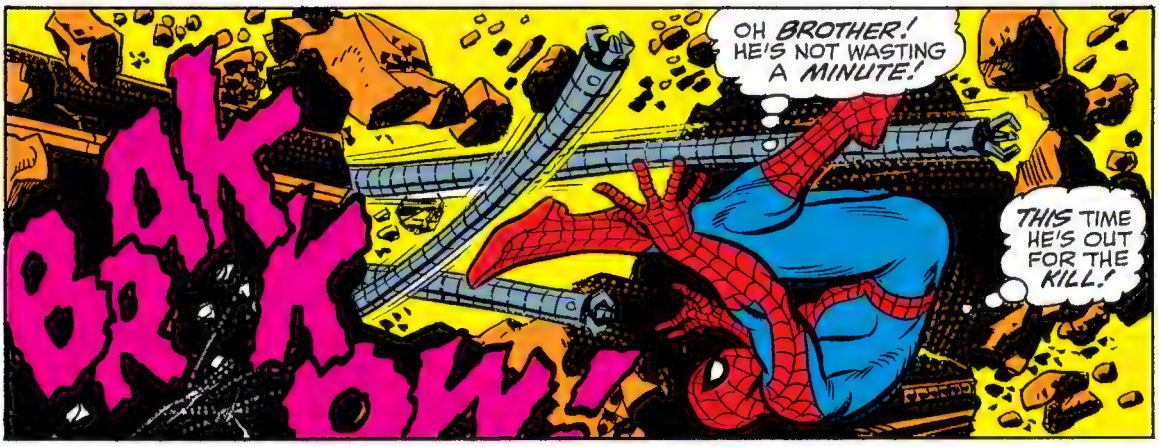
I KNOW THAT HE'S HIDDEN SOMEWHERE IN THIS CITY--
AND SOONER OR LATER I'LL FIND HIM-- AND CRUSH HIM-- FOREVER!
AND, SPEAKING OF OUR LITTLE-WALL-CRAWLER--
SO FAR, SO GOOD!
I MADE IT TO THE ROOF UNSEEN!
IF ONLY THE REST OF MY JOB COULD BE SO EASY!
BUT, EASY OR NOT, I CAN'T BACK DOWN!
IF OCK STILL LIVES, NO ONE IS SAFE UNTIL I FIND HIM---
AND EVEN THEN, FINDING HIM IS ONLY THE BEGINNING!
I'LL HAVE TO DEFEAT THE DEADLIEST KILLER I'VE EVER FACED!
AND IF I FAIL, THERE'LL BE NO SECOND CHANCE!
5.

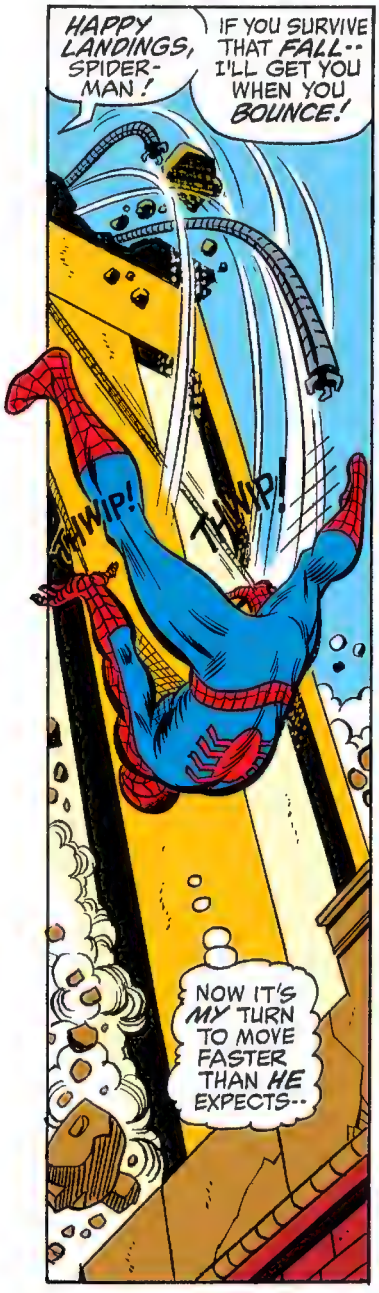
SO START SEARCHING, SPIDEY!
IT SHOULDN'T BE TOO HARD-- I'VE ONLY GOT A CITY OF EIGHT MILLION PEOPLE HE COULD BE HIDING AMONG!
M M M M
WHERE DO I LOOK? WHERE CAN HE BE?
WHERE?
WHERE
WHERE?
WHERE?
WHERE?
WHERE?
WHERE?
WHERE?
6

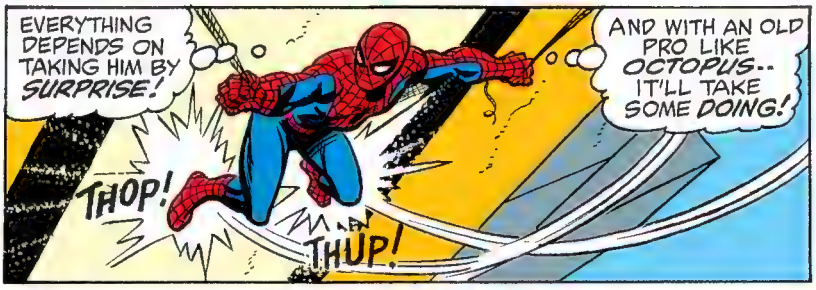
I'VE BEEN SWINGING AROUND FOR OVER AN HOUR!
IF HE'S INDOORS, I'M OUT OF LUCK!
I CAN'T CHECK OUT EACH APART-MENT!
I'M PASSING THE DAILY BUGLE NOW!-
BUT HE WOULDN'T BE IN THERE!
OL' JAMESON'S TOO CHEAP TO LEAVE ANYTHING AROUND WORTH TAKING!
OUTSIDE THE WINDOW --SPIDER-MAN!
ROBBIE! GET IN HERE!
LOCK THE DOORS! LOCK THE WINDOWS! CALL THE COPS!
WE'RE UNDER ATTACK!
OKAY, JJ-- SPILL IT! WHAT'S THE GAG?
GAG?!! IT'S NO GAG! LOOK!
BUT THERE'S NOTHING THERE --EXCEPT SPIDER-MAN!
I THOUGHT I HEARD SOMEONE BELLOWING BACK THERE--
WE'LL NEVER NEED AIR-RAID SIRENS WITH JOLLY JONAH IN TOWN!
STILL NO SIGN OF OCK!
MAYBE HE MADE IT ACROSS THE RIVER-- HIDING IN NEW JERSEY!
NUTS! HE COULD BE ANY-WHERE!
WHAT'S WITH YOU, ROBBIE-- AFRAID TO GET INVOLVED?
YOU JUST GONNA LET THAT MASKED MENACE STAND THERE?
COOL IT, MISTER!
HE'S NOT HURTING ANYONE HALF AS MUCH AS ALL THAT POLLUTION UP THERE!
EVERY-ONE'S INTO POLLU-TION--
--BUT HE'S MY OWN SPECIAL HATE!
7.

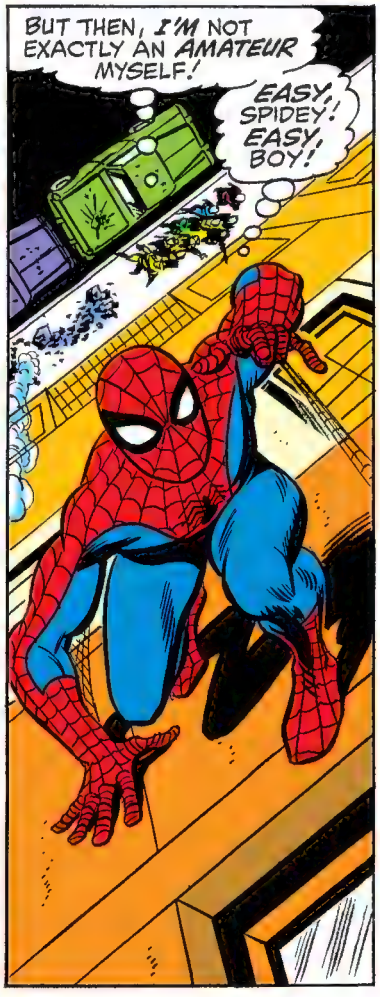

WAIT A MINUTE!
WHAT'S THAT-- SLITHERING UP A SMOKESTACK?
IT'S HIM! BUT-- HE'S STARTING TO WRECK THE CITY'S MAIN POWER PLANT!
HE MUST WANT ME TO FIND HIM!
HE DIDN'T EVEN BOTHER TO WAIT UNTIL NIGHTFALL!
HE'S SO SURE OF HIMSELF-- AND THOSE DEADLY METAL ARMS OF HIS-- THAT NOTHING CAN SCARE HIM!
AND, THE THING THAT BUGS ME IS--
HE'S GOT EVERY RIGHT TO FEEL CONFIDENT!
HE DOESN'T HAVE TO WAIT FOR THE DARK-- 'CAUSE IF HE SMASHES THAT PLANT--
HE'LL BLACK OUT THE WHOLE CITY!
HEY! I JUST REALIZED--

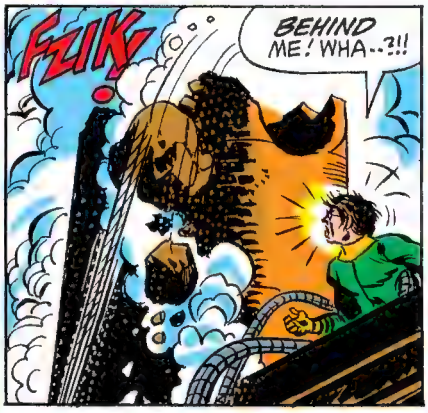
THIS LITTLE ENDEAVOR OF MINE WILL SERVE A TWOFOLD PURPOSE--
ONE, IT WILL PUT MOST OF THE CITY AT MY MERCY--
AND TWO, IT IS CERTAIN TO ATTRACT THE ATTENTION OF SPIDER-MAN!
THROK!
BTHM!
AND, WHEN HE APPEARS UPON THE SCENE---
--I WILL FINALLY DESTROY HIM!
BUT, A SPLIT-SECOND LATER--
OKAY, SNAKE-ARMS-- YOU'VE HAD IT!
YOU!
WOW! I NEVER THOUGHT THAT OCK COULD MOVE SO FAST!
HIS TENTACLES STOPPED HIS FALL--
AND NOW HE'S COMING AFTER ME!
DON'T GO AWAY MAD, WEB-SLINGER--
I'M NOT YET THRU WITH YOU!
GLAD TO HEAR IT, CHUCKLES--
A FELLA HATES TO FEEL UN-WANTED!
WHEW! IF I'D DUCKED A SPLIT-SECOND LATER--
--THE ONLY WALL-CRAWLERS LEFT IN TOWN WOULD HAVE BEEN THE ROACHES!
9

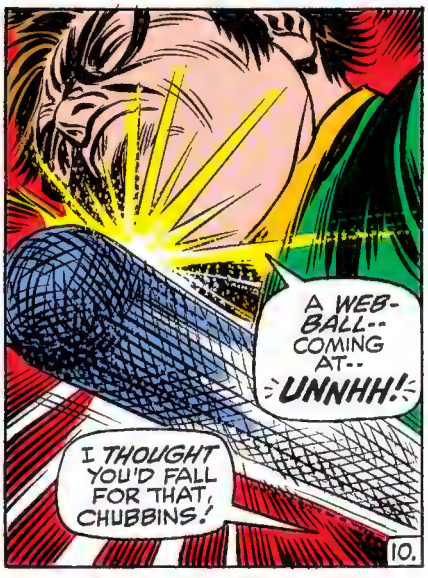

KRAK
OH BROTHER! HE'S NOT WASTING A MINUTE!
THIS TIME HE'S OUT FOR THE KILL!

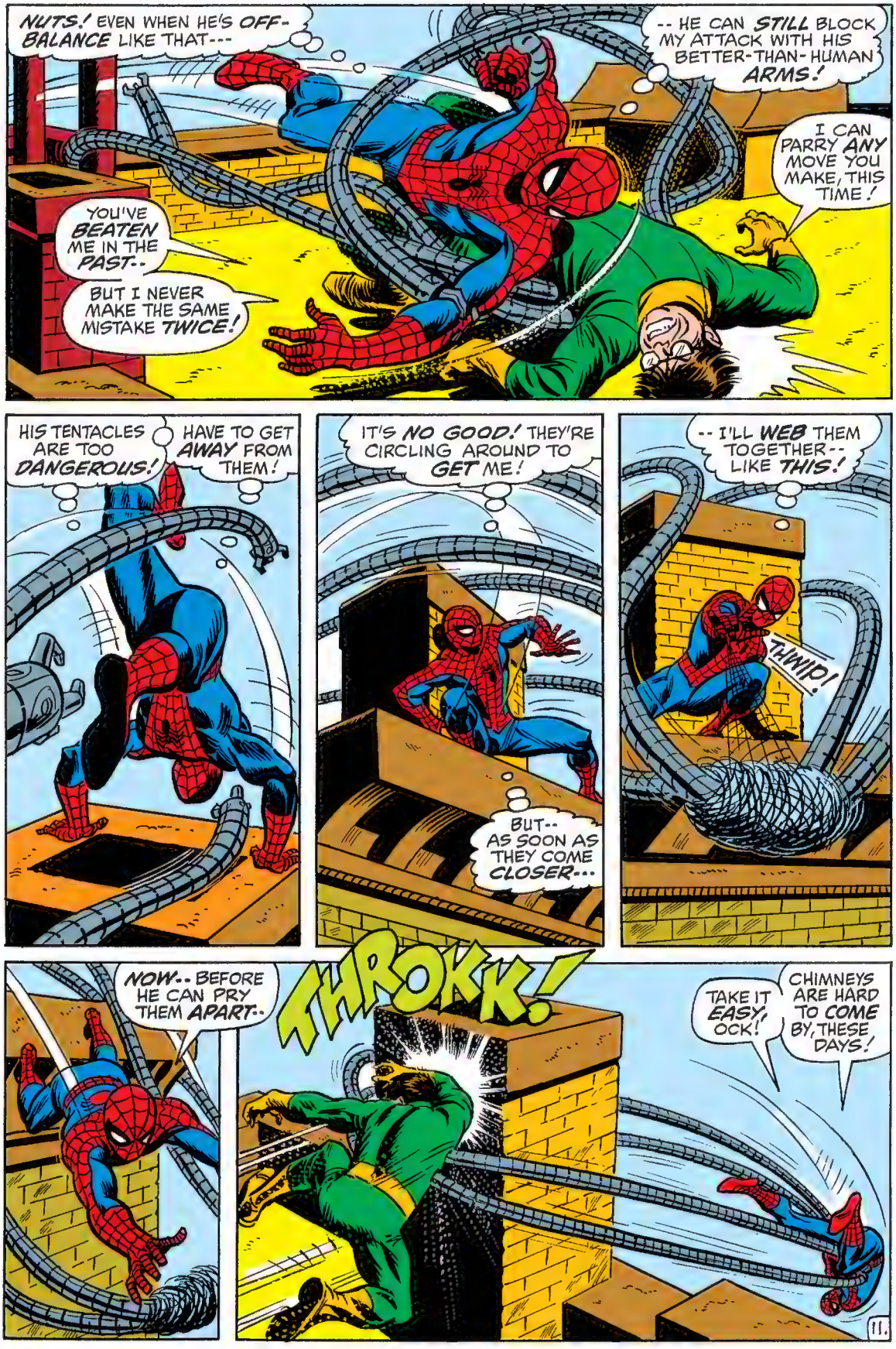

HAPPY LANDINGS, SPIDER-MAN!
IF YOU SURVIVE THAT FALL-- I'LL GET YOU WHEN YOU BOUNCE!
THWIP!
THWIP!
NOW IT'S MY TURN TO MOVE FASTER THAN HE EXPECTS--

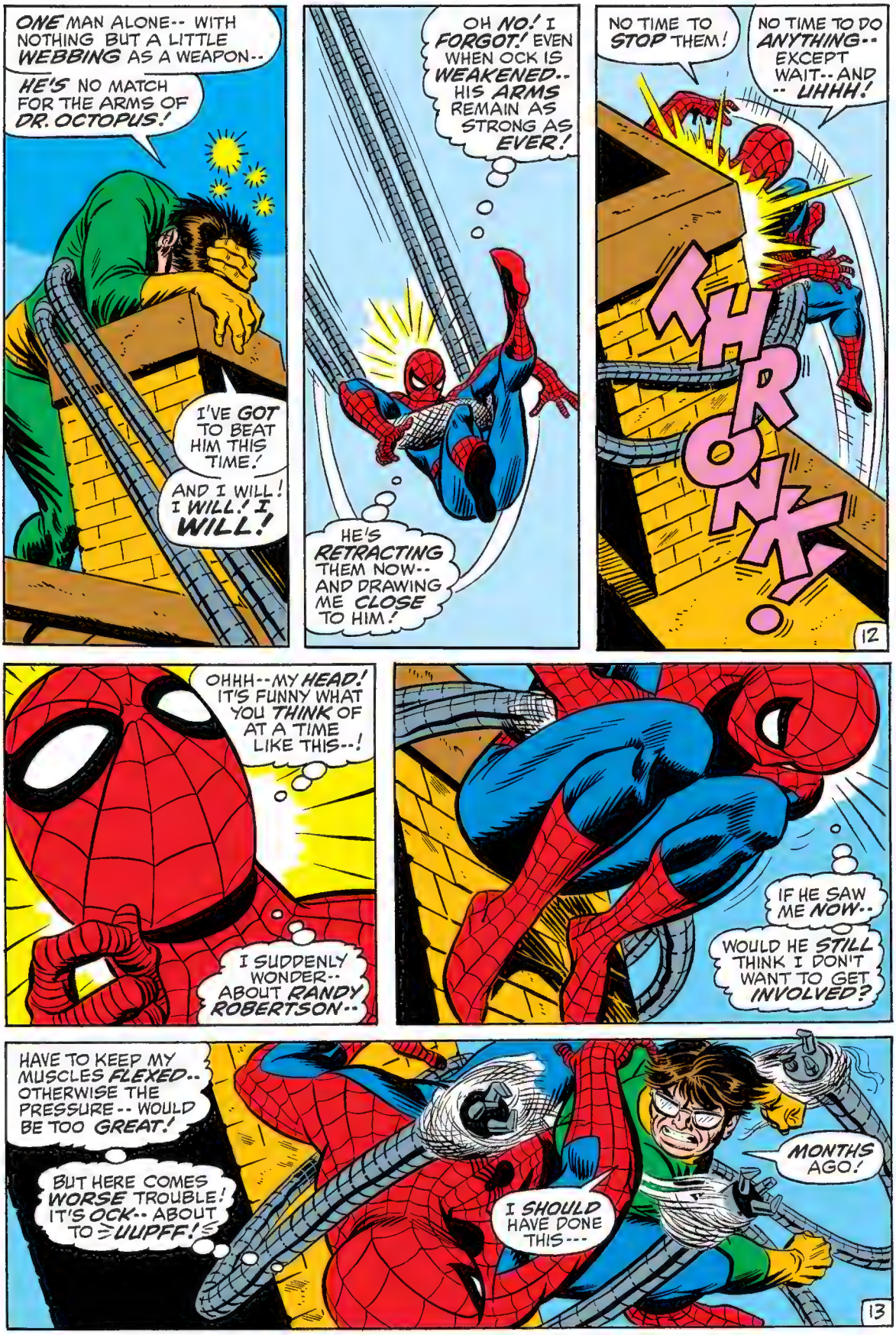

EVERYTHING DEPENDS ON TAKING HIM BY SURPRISE!
AND WITH AN OLD PRO LIKE OCTOPUS-- IT'LL TAKE SOME DOING!
THOP!
THUP!


BUT THEN, I'M NOT EXACTLY AN AMATEUR MYSELF!
EASY, SPIDEY! EASY, BOY!

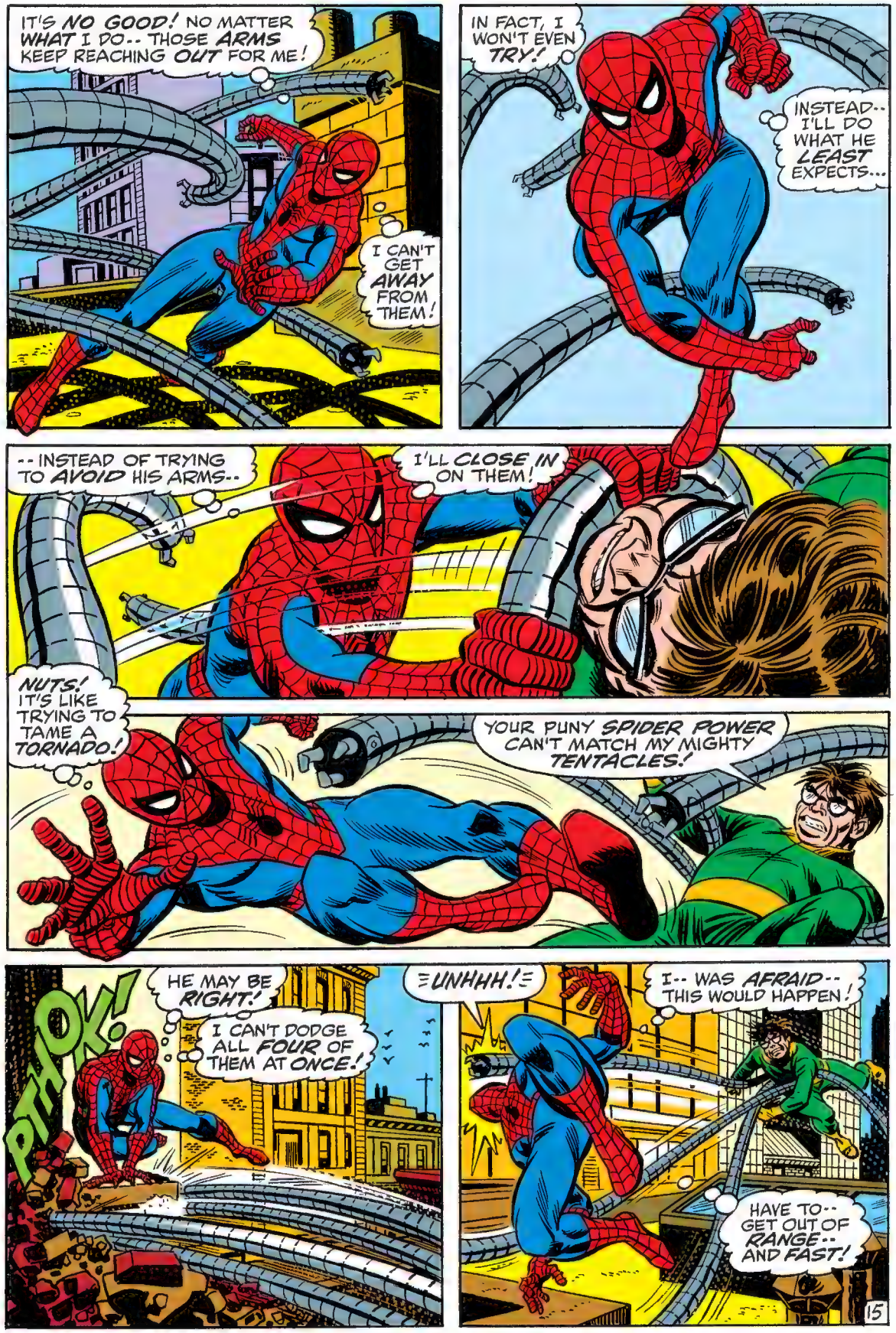

FLIK
BEHIND ME! WHA--?!!


A WEB-BALL-- COMING AT-- UNNHH!
I THOUGHT YOU'D FALL FOR THAT, CHUBBINS!

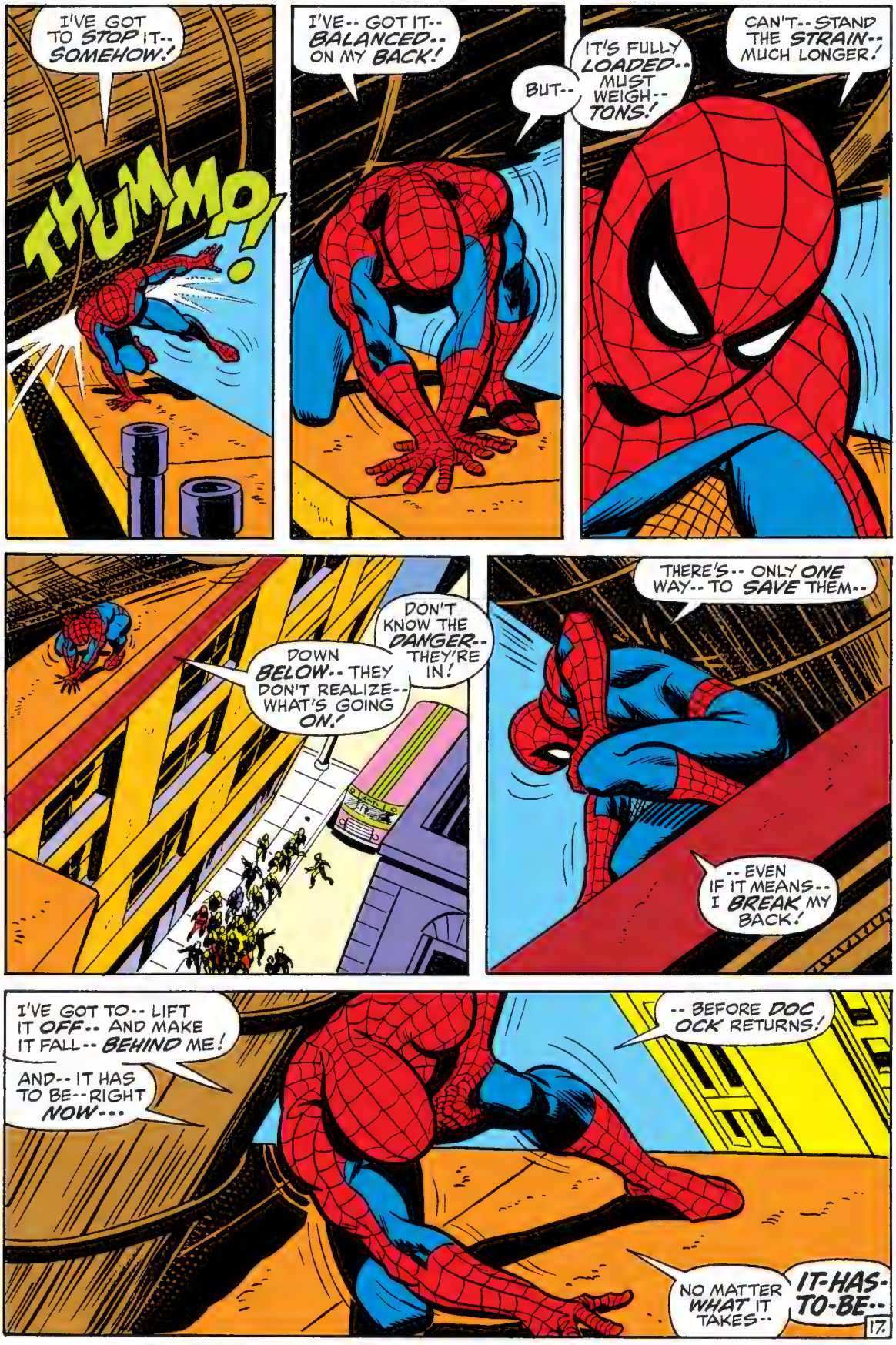

NUTS! EVEN WHEN HE'S OFF-BALANCE LIKE THAT---
-- HE CAN STILL BLOCK MY ATTACK WITH HIS BETTER-THAN-HUMAN ARMS!
I CAN PARRY ANY MOVE YOU MAKE, THIS TIME!
YOU'VE BEATEN ME IN THE PAST--
BUT I NEVER MAKE THE SAME MISTAKE TWICE!
HIS TENTACLES ARE TOO DANGEROUS!
HAVE TO GET AWAY FROM THEM!
IT'S NO GOOD! THEY'RE CIRCLING AROUND TO GET ME!
BUT-- AS SOON AS THEY COME CLOSER---
-- I'LL WEB THEM TOGETHER-- LIKE THIS!
THWIP!
NOW-- BEFORE HE CAN PRY THEM APART--
THROKK!
TAKE IT EASY, OCK!
CHIMNEYS ARE HARD TO COME BY, THESE DAYS!
11

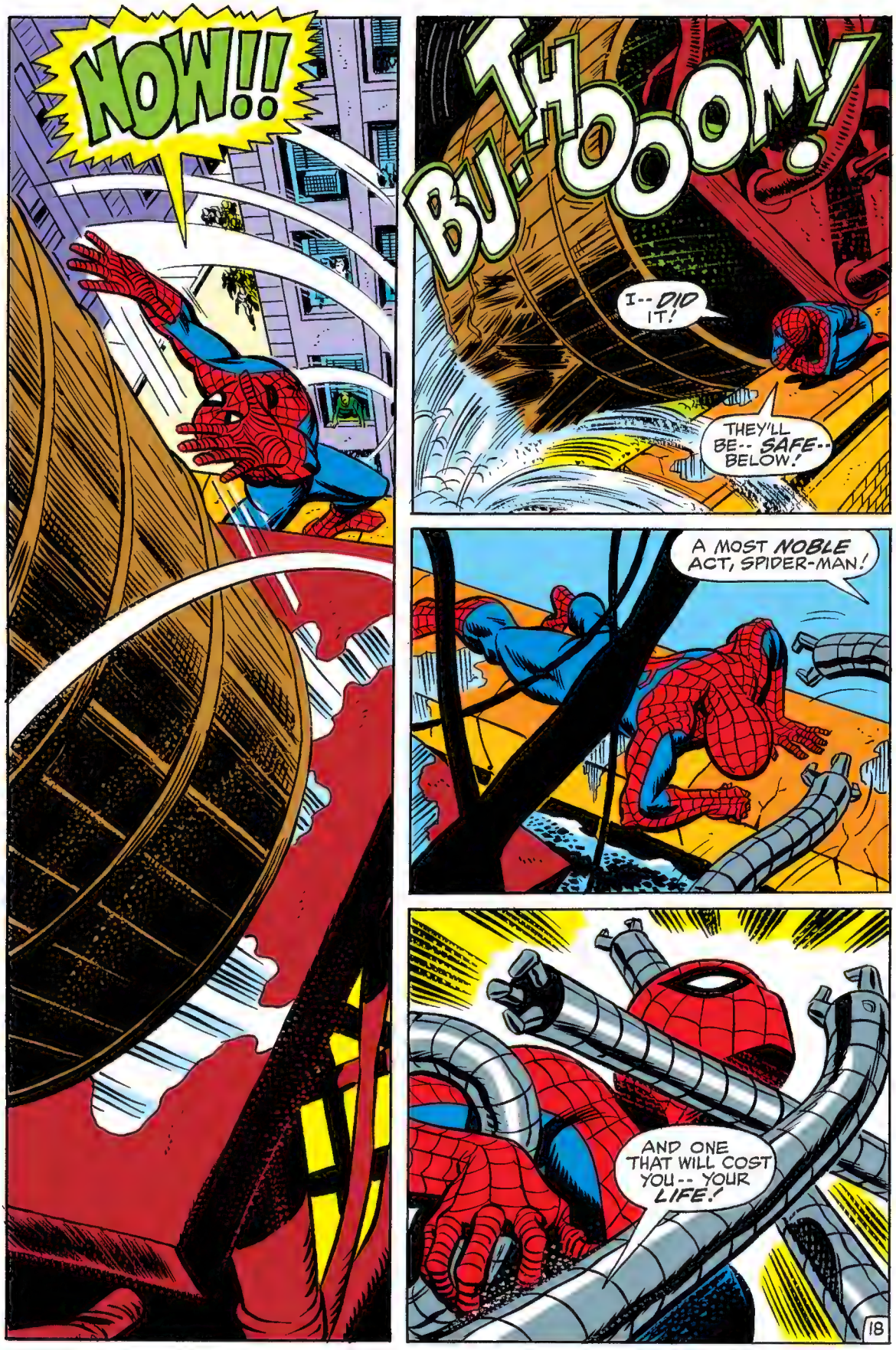

ONE MAN ALONE-- WITH NOTHING BUT A LITTLE WEBBING AS A WEAPON--
HE'S NO MATCH FOR THE ARMS OF DR. OCTOPUS!
I'VE GOT TO BEAT HIM THIS TIME!
AND I WILL! I WILL! I WILL!
OH NO! I FORGOT! EVEN WHEN OCK IS WEAKENED-- HIS ARMS REMAIN AS STRONG AS EVER!
HE'S RETRACTING THEM NOW-- AND DRAWING ME CLOSE TO HIM!
NO TIME TO STOP THEM!
NO TIME TO DO ANYTHING-- EXCEPT WAIT-- AND -- UHHH!
KHRONK!
12
OHHH--MY HEAD! IT'S FUNNY WHAT YOU THINK OF AT A TIME LIKE THIS--!
I SUDDENLY WONDER-- ABOUT RANDY ROBERTSON--
IF HE SAW ME NOW--
WOULD HE STILL THINK I DON'T WANT TO GET INVOLVED?
HAVE TO KEEP MY MUSCLES FLEXED-- OTHERWISE THE PRESSURE-- WOULD BE TOO GREAT!
BUT HERE COMES WORSE TROUBLE! IT'S OCK-- ABOUT TO ≥ULUPFF!≤
I SHOULD HAVE DONE THIS---
MONTHS AGO!
13

I WAS ALWAYS YOUR SUPERIOR--MENTALLY--PHYSICALLY-- IN EVERY WAY!
BUT LUCK WAS WITH YOU IN THE PAST!
ZAK!
UP UNTIL NOW--NONE BUT YOU AND I REALLY KNEW THAT!
BUT NOW IT'LL BE DIFFERENT! MUCH, MUCH DIFFERENT!
OH NO! YOU DON'T AGAIN CATCH ME WITH YOUR WEBBING!
THAT'S WHAT YOU THINK!
I MOVED TOO FAST FOR YOU!
THWIK!
ALL I WANTED TO DO WAS CATCH YOU OFF-GUARD!
--JUST LONG ENOUGH FOR YOU TO LOSE CONTROL OF YOUR METAL ARMS!
--GIVING OL' SPIDEY A CHANCE--TO STRIKE BACK!


IT'S NO GOOD! NO MATTER WHAT I DO-- THOSE ARMS KEEP REACHING OUT FOR ME!
I CAN'T GET AWAY FROM THEM!
IN FACT, I WON'T EVEN TRY!
INSTEAD-- I'LL DO WHAT HE LEAST EXPECTS...
--INSTEAD OF TRYING TO AVOID HIS ARMS--
I'LL CLOSE IN ON THEM!
NUTS! IT'S LIKE TRYING TO TAME A TORNADO!
YOUR PUNY SPIDER POWER CAN'T MATCH MY MIGHTY TENTACLES!
PTH
OK!
HE MAY BE RIGHT!
I CAN'T DODGE ALL FOUR OF THEM AT ONCE!
=UNHHH!=
I-- WAS AFRAID-- THIS WOULD HAPPEN!
HAVE TO-- GET OUT OF RANGE-- AND FAST!
15

GOING SOMEWHERE? DON'T BET ON IT!
I CAN EVEN MATCH YOUR SPIDER SPEED!
ZIK!
THIP!
REMEMBER-- MY ARMS MAY LOOK MECHANICAL--
BUT THEY RESPOND TO MY EVERY THOUGHT--
--AS IF THEY WERE FLESH AND BLOOD!
NOW I'LL-- UHHH!
YOU'LL NOTHING, YOU FOOL!
EVEN WHEN YOU ATTACK, I CAN PROPEL MYSELF TO SAFETY BY REFLEX ACTION ALONE
AND NOW-- WHILE I AWAIT YOUR CERTAIN RETURN--
I'LL PREPARE A LITTLE WELCOME--
--IN MY OWN SPECIAL WAY!
THAK!
ZOP!
THE WATER TOWER-- IT'S FALLING!
THEY WON'T HAVE A CHANCE IN THE STREET BELOW!
KRAK K!


I'VE GOT TO STOP IT-- SOMEHOW!
THUMP!
I'VE-- GOT IT-- BALANCED-- ON MY BACK!
BUT--
IT'S FULLY LOADED-- MUST WEIGH-- TONS!
CAN'T-- STAND THE STRAIN-- MUCH LONGER!
DON'T KNOW THE DANGER-- THEY'RE IN!
DOWN BELOW-- THEY DON'T REALIZE-- WHAT'S GOING ON!
THERE'S-- ONLY ONE WAY-- TO SAVE THEM--
-- EVEN IF IT MEANS-- I BREAK MY BACK!
I'VE GOT TO-- LIFT IT OFF-- AND MAKE IT FALL-- BEHIND ME!
AND-- IT HAS TO BE-- RIGHT NOW---
-- BEFORE DOC OCK RETURNS!
NO MATTER WHAT IT TAKES--
IT-HAS-TO-BE--


NOW!!
BU-TH-OOOM!
I-- DID IT!
THEY'LL BE-- SAFE-- BELOW!
A MOST NOBLE ACT, SPIDER-MAN!
AND ONE THAT WILL COST YOU-- YOUR LIFE!

THIS TIME YOU GET NO SECOND CHANCE!
THIS TIME OUR BATTLE WILL END-- IN THE ONLY WAY IT CAN!
FOR, THIS TIME--
YOU DIE!

NEXT ISSUE
AND DEATH DOES COME!!

SPIDER-MAN
15¢
90
NOV
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
SPIDER-MAN DID IT! IT'S ALL HIS FAULT!
HE'S A MURDERER!
MARVEL COMICS GROUP
SPIDER-MAN-- THE KILLER!
ROMITA

THE AMAZING SPIDER-MAN!™
AND DEATH SHALL COME!
HAVE TO-- BREAK MY FALL --OR ELSE-- I'M DONE FOR!
BUT-- I'VE ONLY GOT SPLIT-SECONDS --LEFT TO ACT!
LAST ISSUE WE SAW THE MURDEROUS DR. OCTOPUS HURL OUR HERO FROM A ROOFTOP-- TO SEEMINGLY CERTAIN DEATH BELOW! AND NOW, AS SPIDEY IS REVIVED BY THE SUDDEN SHOCK OF HIS PLUNGE--
STORY: STAN LEE
ART: GIL KANE
INKING: JOHN ROMITA
LETTERING: SAM ROSEN

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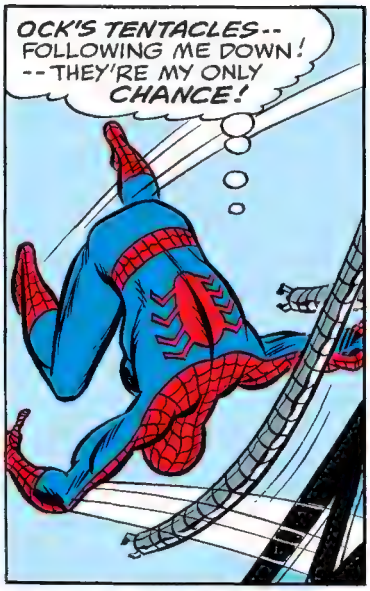
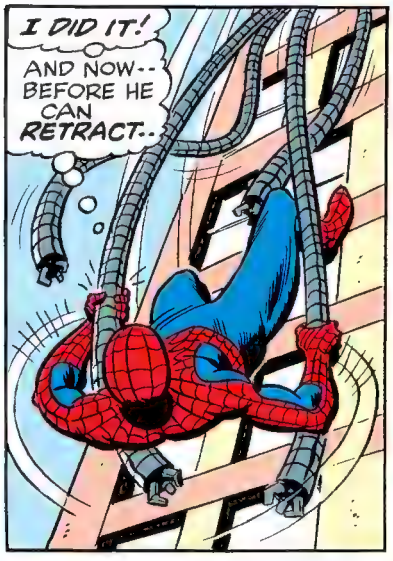
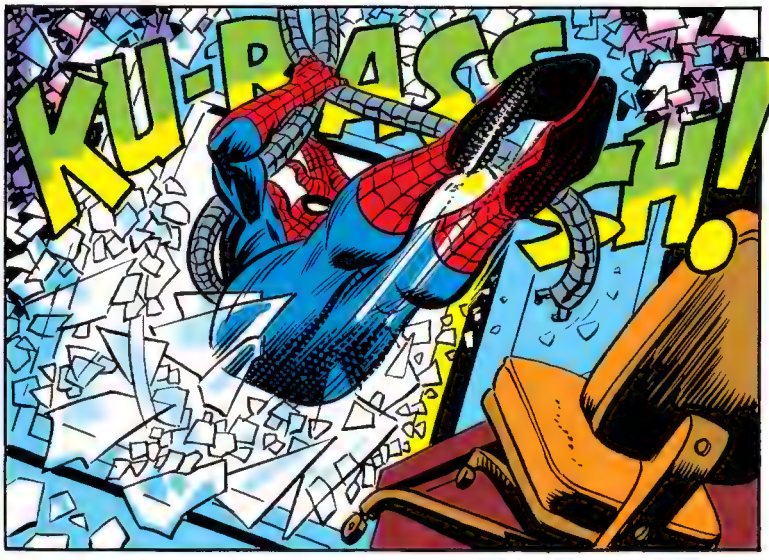
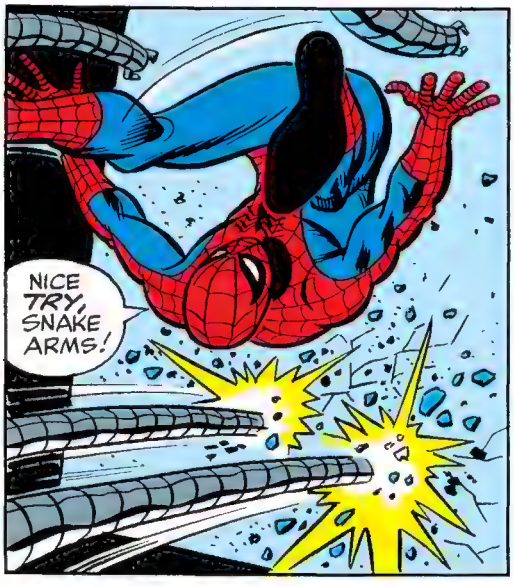
CAN'T USE MY WEBBING TO SAVE MYSELF--
I'M ALL OUT OF WEB FLUID!

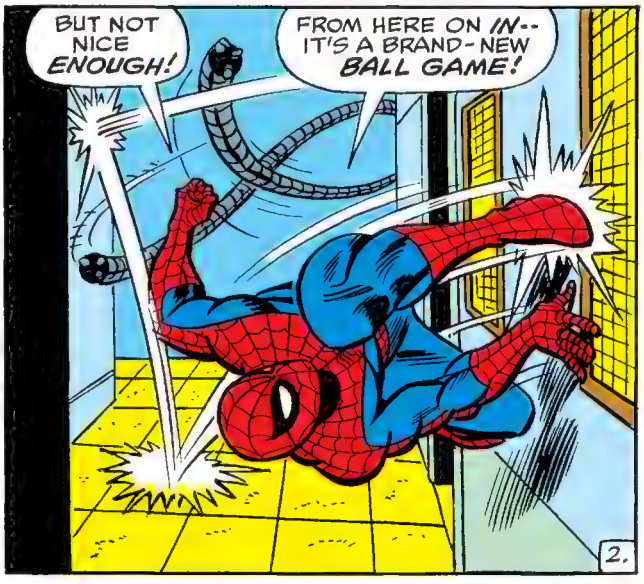

OCK'S TENTACLES-- FOLLOWING ME DOWN! --THEY'RE MY ONLY CHANCE!

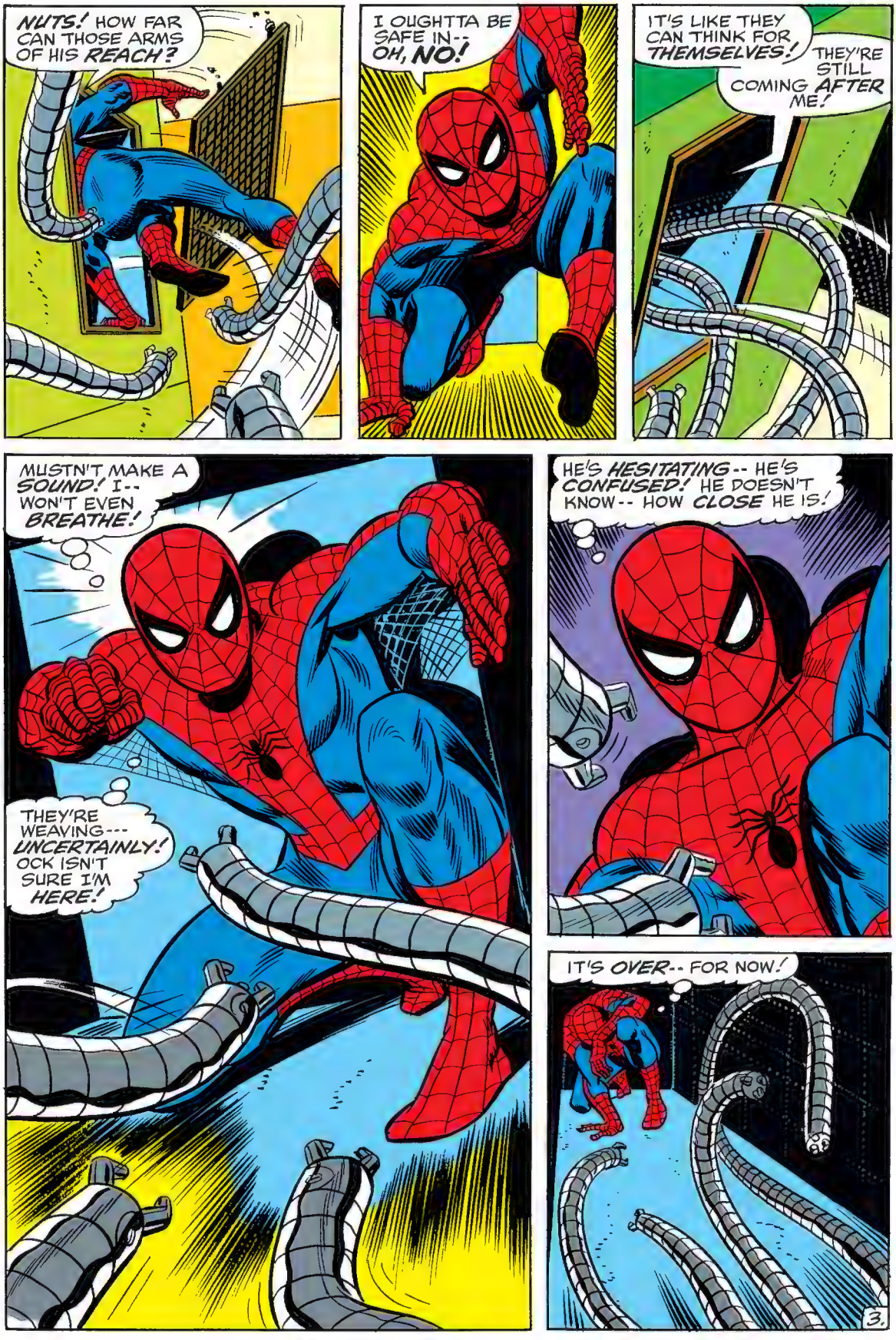
IF I CAN JUST SPIN AROUND-- REACH UP--
--AND GRAB THEM!

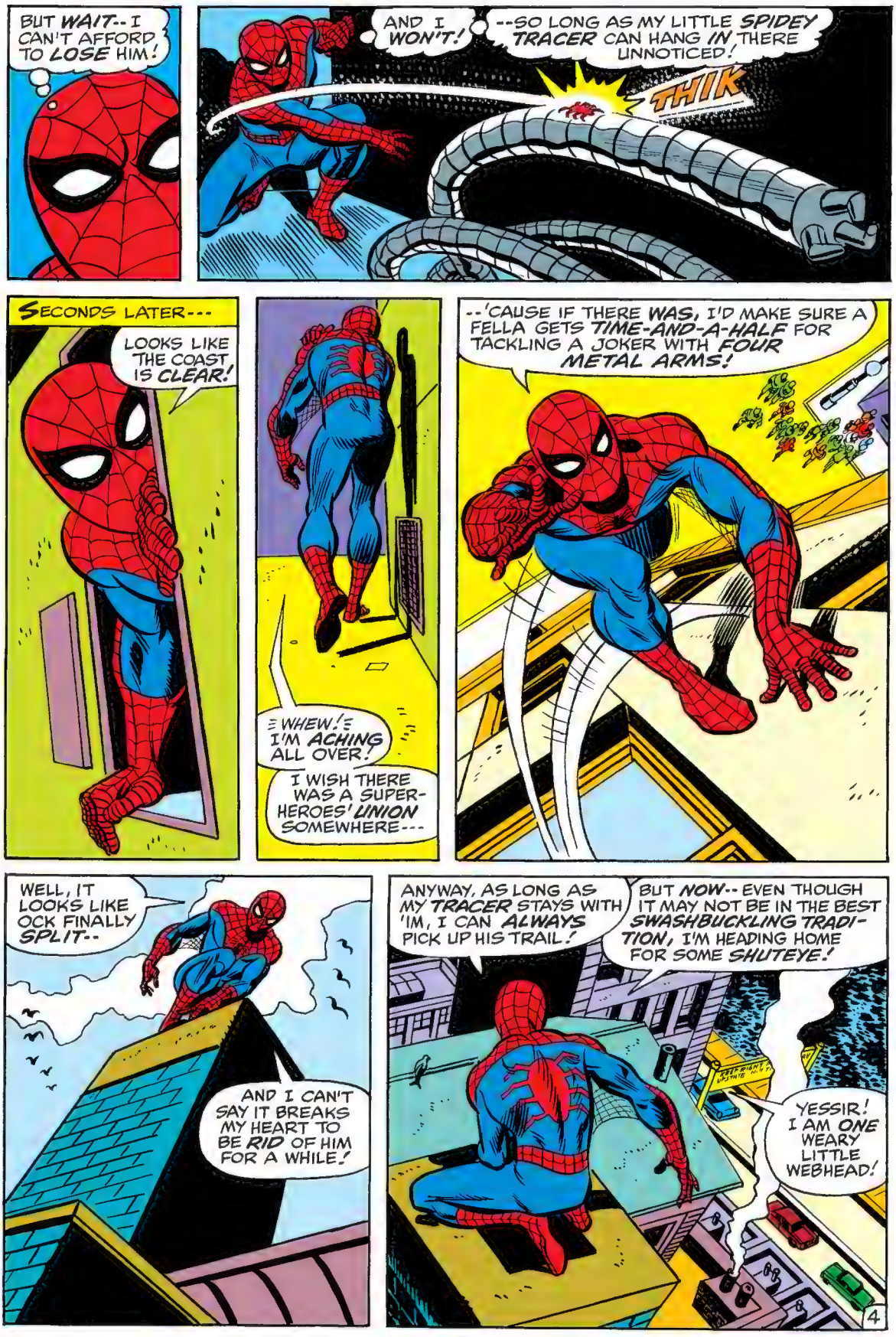

I DID IT!
AND NOW-- BEFORE HE CAN RETRACT--


KU-RASSH!


NICE TRY, SNAKE ARMS!

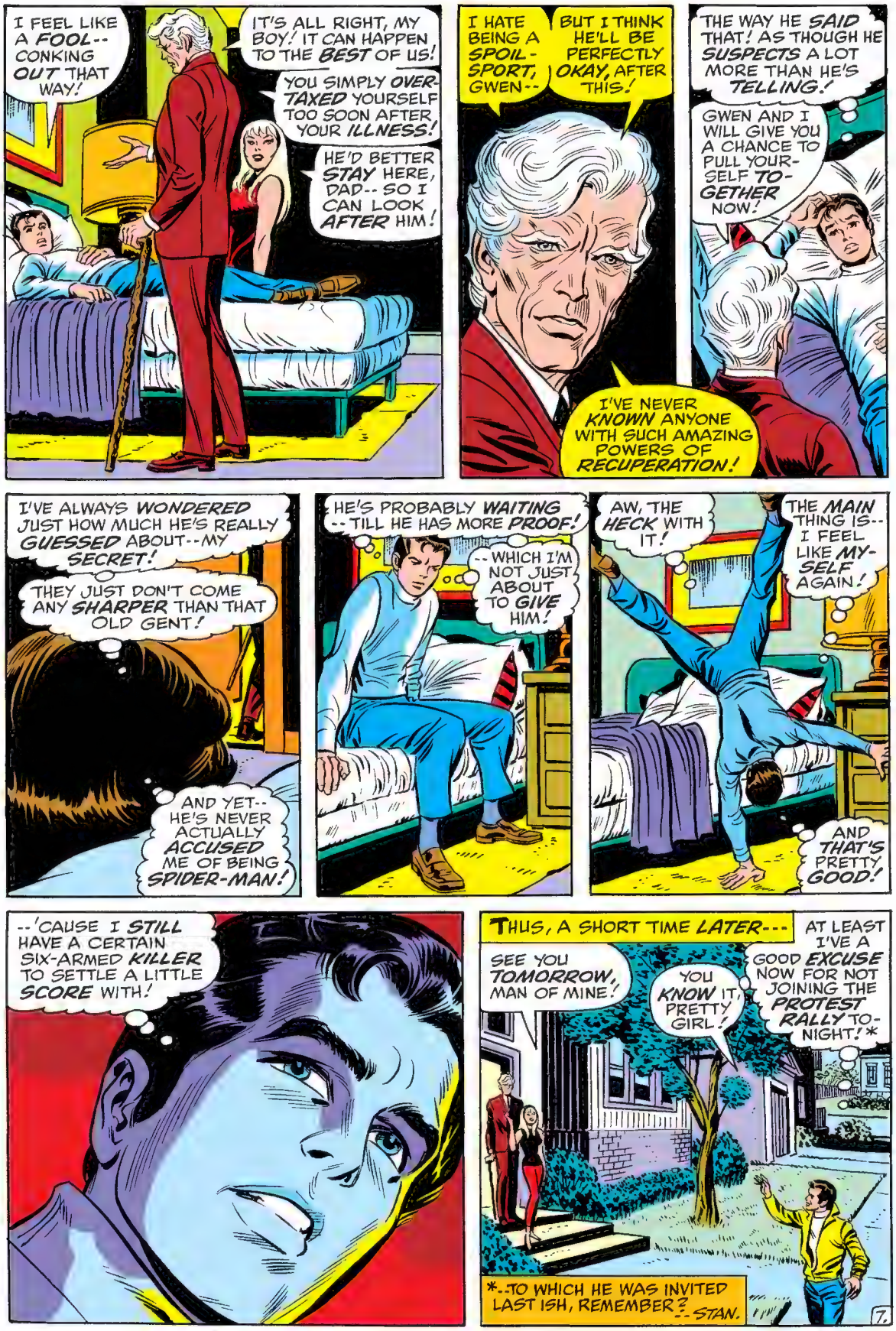

BUT NOT NICE ENOUGH!
FROM HERE ON IN-- IT'S A BRAND-NEW BALL GAME!


NUTS! HOW FAR CAN THOSE ARMS OF HIS REACH?
I OUGHTTA BE SAFE IN-- OH, NO!
IT'S LIKE THEY CAN THINK FOR THEMSELVES!
THEY'RE STILL COMING AFTER ME!
MUSTN'T MAKE A SOUND! I-- WON'T EVEN BREATHE!
THEY'RE WEAVING--- UNCERTAINLY! OCK ISN'T SURE I'M HERE!
HE'S HESITATING-- HE'S CONFUSED! HE DOESN'T KNOW-- HOW CLOSE HE IS!
IT'S OVER-- FOR NOW!

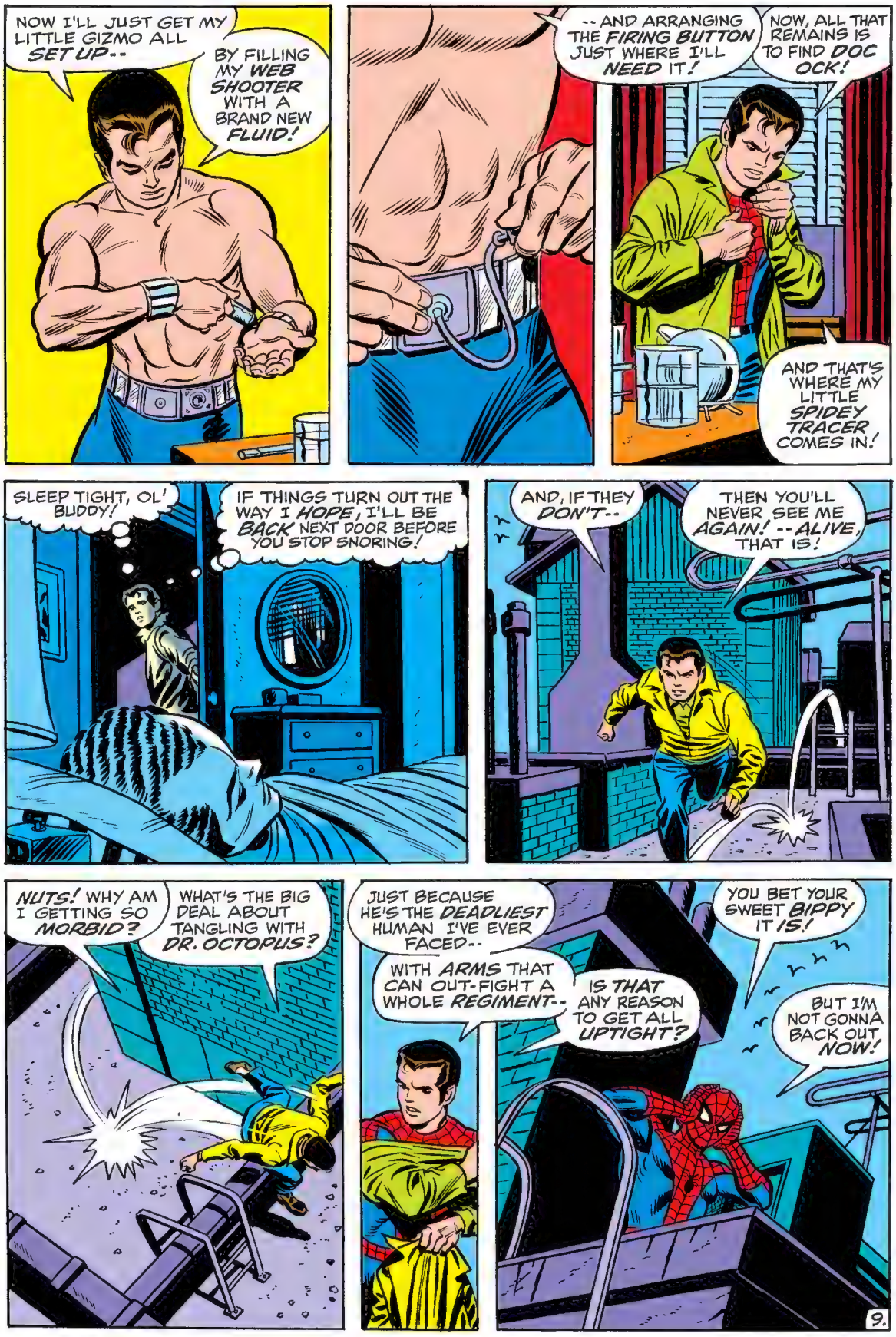

BUT WAIT-- I CAN'T AFFORD TO LOSE HIM!
AND I WON'T!
--SO LONG AS MY LITTLE SPIDEY TRACER CAN HANG IN THERE UNNOTICED!
THIK
SECONDS LATER---
LOOKS LIKE THE COAST IS CLEAR!
WHEW! I'M ACHING ALL OVER!
I WISH THERE WAS A SUPER-HEROES' UNION SOMEWHERE---
--'CAUSE IF THERE WAS, I'D MAKE SURE A FELLA GETS TIME-AND-A-HALF FOR TACKLING A JOKER WITH FOUR METAL ARMS!
WELL, IT LOOKS LIKE OCK FINALLY SPLIT--
AND I CAN'T SAY IT BREAKS MY HEART TO BE RID OF HIM FOR A WHILE!
ANYWAY, AS LONG AS MY TRACER STAYS WITH 'IM, I CAN ALWAYS PICK UP HIS TRAIL!
BUT NOW-- EVEN THOUGH IT MAY NOT BE IN THE BEST SWASHBUCKLING TRADITION, I'M HEADING HOME FOR SOME SHUTEYE!
YESSIR! I AM ONE WEARY LITTLE WEBHEAD!
4

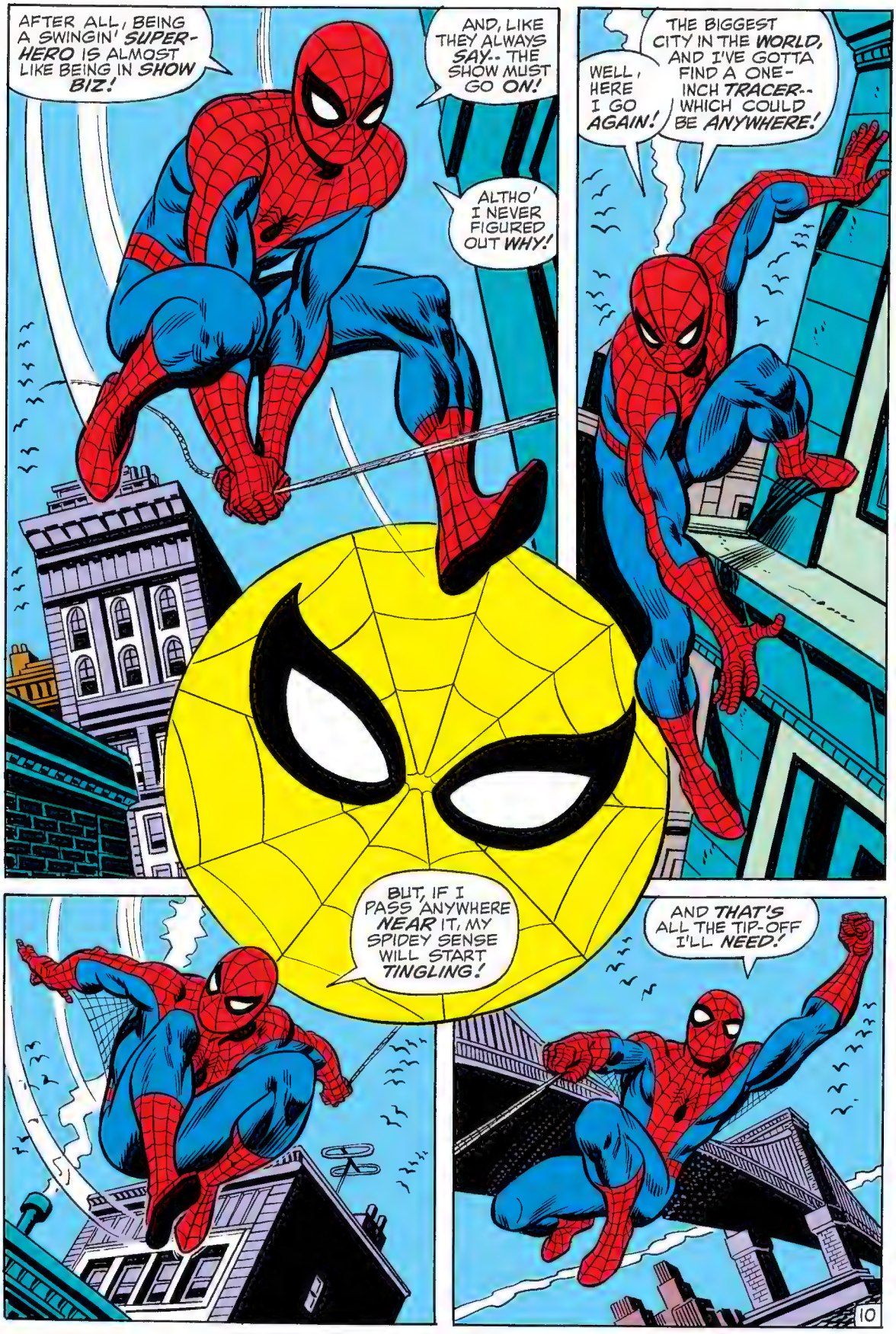
THE UNDERSIDE OF A LEDGE WON'T EVER REPLACE A CEDAR-LINED CLOSET---
BUT IT'S A LOT MORE CONVENIENT FOR QUICK COSTUME-CHANGING!
WOW! I'M ACHING ALL OVER!
IF NOT FOR MY SPIDER-STRENGTH, OCK WOULD HAVE FINISHED ME!
MAN! EVEN MY KNEES FEEL LIKE WET NOODLES!
I MUST HAVE TAKEN A WORSE BEATING THAN I KNEW!
NO PARKING FRIDAY 11 A.M. TO 2 P.M.
IN THE EXCITE-MENT OF THE BATTLE, I GUESS I DIDN'T REALIZE HOW HE WAS POUND-ING ME!
WHA--? SOMEONE COMING UP BEHIND ME! IF IT'S OCK, WHY DIDN'T MY SPIDEY SENSE TINGLE?
I'VE BEEN FOLLOWING YOU!

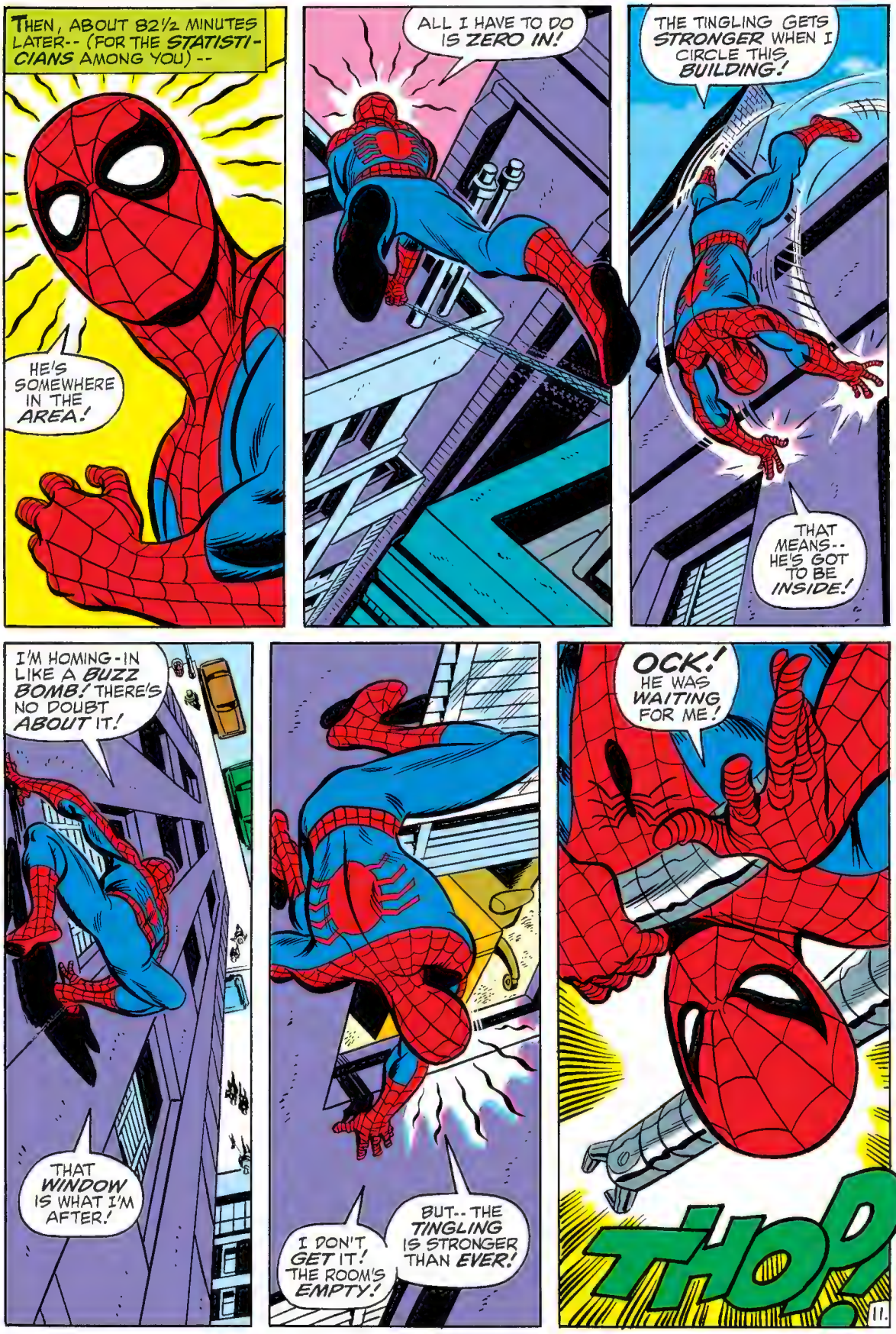
CAPTAIN STACY! HEY-- WHAT A RELIEF!
WHAT'S WRONG, SON? ARE YOU ILL?
PERHAPS YOU HAVEN'T LICKED THAT FLU BUG YET?
THAT'S RIGHT! LAST TIME I SAW HIM, I HAD THE FLU!
THAT GIVES ME A READY-MADE EXCUSE!
AFRAID YOU'RE RIGHT, SIR! I GUESS I GOT OUT OF BED TOO SOON!
I THOUGHT THAT WAS IT!
STILL, YOU HAVEN'T ANY FEVER!
PETER!
HEY! WHAT'S GOIN' ON THERE?
HAVE TO GET HIM HOME! HE'S ILL!
IT'S-- NOT FEVER! IT WAS -- THE FIGHT!
I HAD TO TAKE-- TOO MUCH-- PUNISHMENT--
PETER-- ARE YOU ALL RIGHT?
WAKE UP, DARLING! WAKE UP!
IT'S ME-- GWENDOLYNE!
IT LOOKS LIKE YOU'RE THE MEDICINE HE NEEDED,
GWENDY!
MUSTN'T SCARE US LIKE THAT, MR. PARKER!

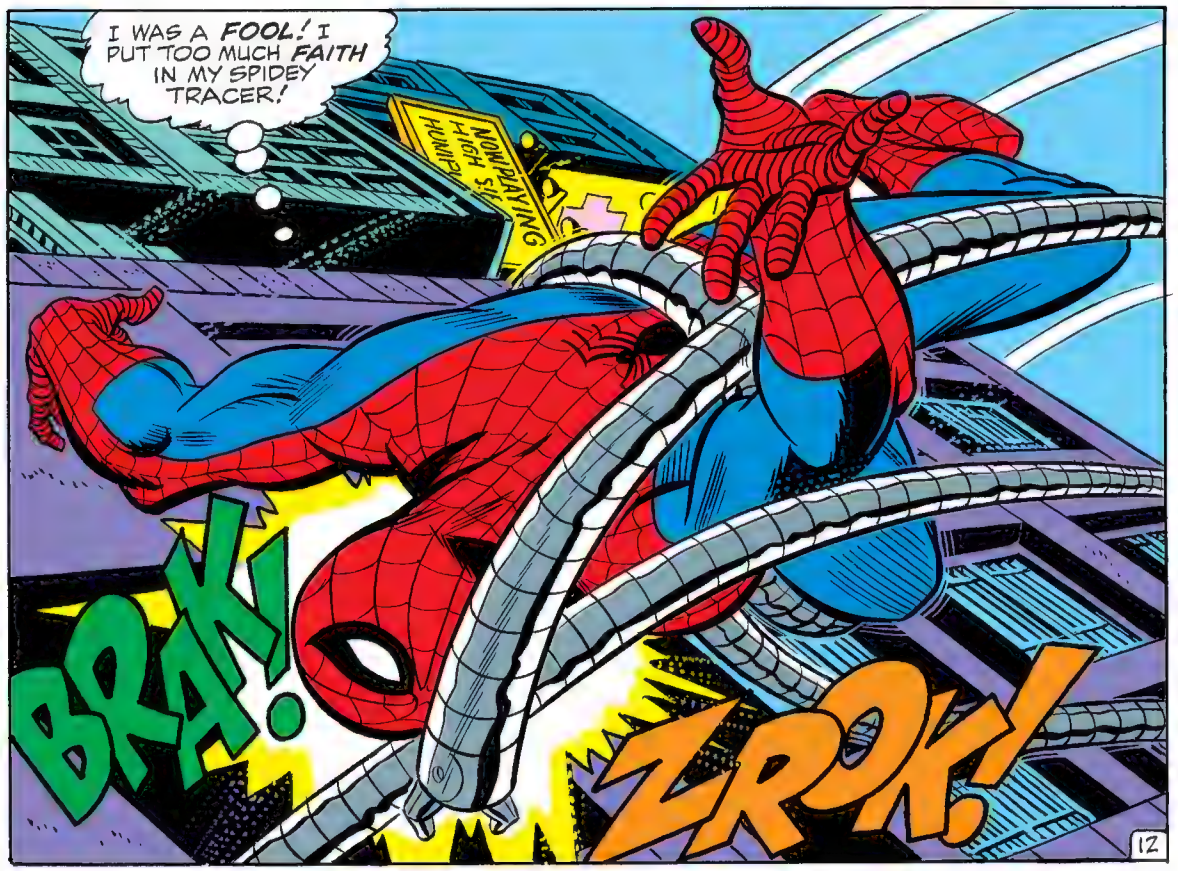

I FEEL LIKE A FOOL-- CONKING OUT THAT WAY!
IT'S ALL RIGHT, MY BOY! IT CAN HAPPEN TO THE BEST OF US!
YOU SIMPLY OVER-TAXED YOURSELF TOO SOON AFTER YOUR ILLNESS!
HE'D BETTER STAY HERE, DAD-- SO I CAN LOOK AFTER HIM!
I HATE BEING A SPOIL-SPORT, GWEN--
BUT I THINK HE'LL BE PERFECTLY OKAY, AFTER THIS!
I'VE NEVER KNOWN ANYONE WITH SUCH AMAZING POWERS OF RECUPERATION!
THE WAY HE SAID THAT! AS THOUGH HE SUSPECTS A LOT MORE THAN HE'S TELLING!
GWEN AND I WILL GIVE YOU A CHANCE TO PULL YOUR-SELF TO-GETHER NOW!
I'VE ALWAYS WONDERED JUST HOW MUCH HE'S REALLY GUESSED ABOUT--MY SECRET!
THEY JUST DON'T COME ANY SHARPER THAN THAT OLD GENT!
AND YET-- HE'S NEVER ACTUALLY ACCUSED ME OF BEING SPIDER-MAN!
HE'S PROBABLY WAITING --TILL HE HAS MORE PROOF!
--WHICH I'M NOT JUST ABOUT TO GIVE HIM!
AW, THE HECK WITH IT!
THE MAIN THING IS-- I FEEL LIKE MY-SELF AGAIN!
AND THAT'S PRETTY GOOD!
--'CAUSE I STILL HAVE A CERTAIN SIX-ARMED KILLER TO SETTLE A LITTLE SCORE WITH!
THUS, A SHORT TIME LATER---
SEE YOU TOMORROW, MAN OF MINE!
YOU KNOW IT, PRETTY GIRL!
AT LEAST I'VE A GOOD EXCUSE NOW FOR NOT JOINING THE PROTEST RALLY TO-NIGHT!*
*--TO WHICH HE WAS INVITED LAST ISH, REMEMBER? --STAN.

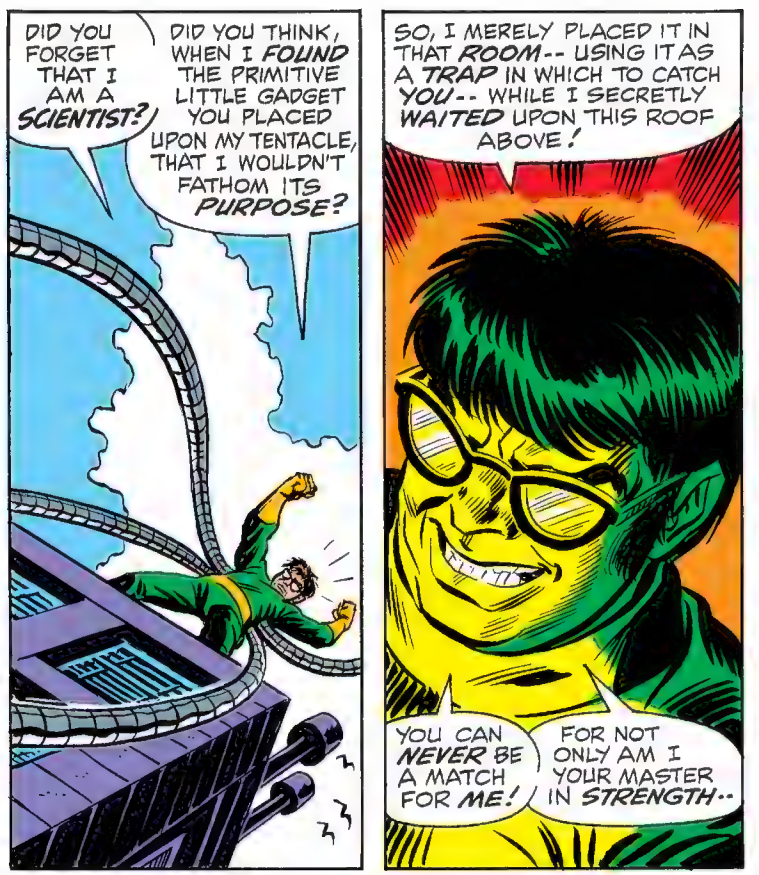
IT'S NOT THAT I DON'T WANNA DO MY BIT AGAINST AIR POLLUTION, LIKE ANYONE ELSE--
BUT FIRST I'VE GOTTA RID THE CITY OF DOC OCK--
--'CAUSE IN MY BOOK, HE'S A ONE-MAN ECOLOGY CRISIS ON THE HOOF!
ANYWAY, 'MOST ANYBODY CAN DO HIS BIT AGAINST POLLUTION--
--BUT WHEN IT COMES TO STOPPING OCK, I'VE GOT THE FIELD ALL TO MYSELF!
BUT I'LL NEED A PLAN-- SOMETHING ALMOST FOOLPROOF!
AND I'M BEGINNING TO GET AN IDEA!
MINUTES LATER, E.S.U.'S TOP SCHOLARSHIP SCIENCE STUDENT BEGINS TO DO HIS THING---
I'VE GOT TO ADMIT IT'S A LONG SHOT--
--BUT, IT JUST MAY TAKE HIM BY SURPRISE!
--AND, THE ELEMENT OF SURPRISE MAY BE THE ONE THING THAT'LL GIVE ME AN EDGE THE NEXT TIME WE MEET!
BUT, SPEAKING OF MEETING-- I'VE GOT TO BE SURE I CAN DELIVER THE GOODS--
--JUST WHEN AND WHERE I WANT TO!

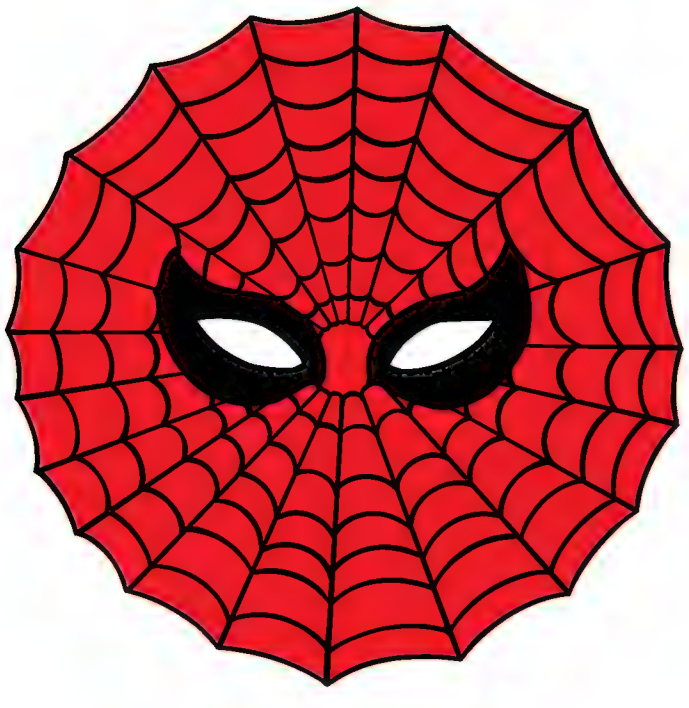

NOW I'LL JUST GET MY LITTLE GIZMO ALL SET UP--
BY FILLING MY WEB SHOOTER WITH A BRAND NEW FLUID!
--AND ARRANGING THE FIRING BUTTON JUST WHERE I'LL NEED IT!
NOW, ALL THAT REMAINS IS TO FIND DOC OCK!
AND THAT'S WHERE MY LITTLE SPIDEY TRACER COMES IN!
SLEEP TIGHT, OL' BUDDY!
IF THINGS TURN OUT THE WAY I HOPE, I'LL BE BACK NEXT DOOR BEFORE YOU STOP SNORING!
AND, IF THEY DON'T--
THEN YOU'LL NEVER SEE ME AGAIN! --ALIVE, THAT IS!
NUTS! WHY AM I GETTING SO MORBID?
WHAT'S THE BIG DEAL ABOUT TANGLING WITH DR. OCTOPUS?
JUST BECAUSE HE'S THE DEADLIEST HUMAN I'VE EVER FACED--
WITH ARMS THAT CAN OUT-FIGHT A WHOLE REGIMENT--
IS THAT ANY REASON TO GET ALL UPTIGHT?
YOU BET YOUR SWEET BIPPY IT IS!
BUT I'M NOT GONNA BACK OUT NOW!
9.

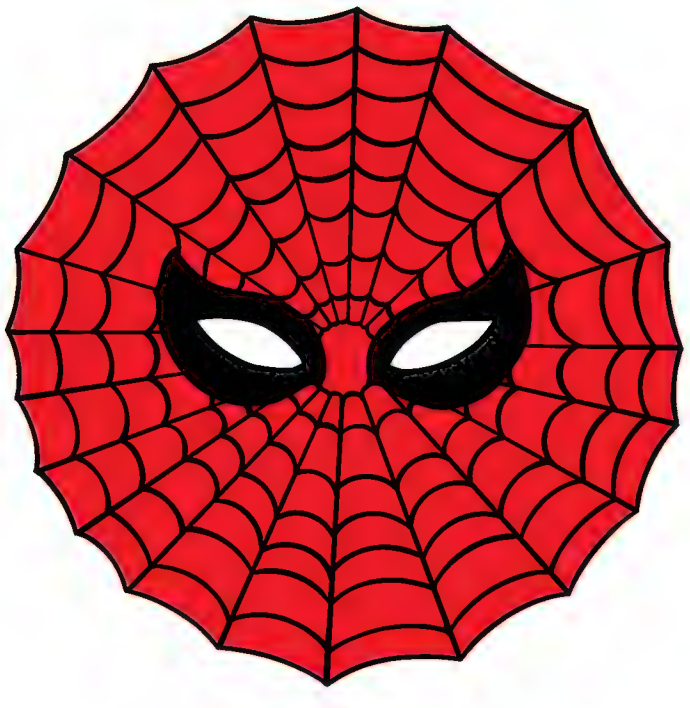

AFTER ALL, BEING A SWINGIN' SUPER-HERO IS ALMOST LIKE BEING IN SHOW BIZ!
AND, LIKE THEY ALWAYS SAY.. THE SHOW MUST GO ON!
ALTHO' I NEVER FIGURED OUT WHY!
WELL, HERE I GO AGAIN!
THE BIGGEST CITY IN THE WORLD, AND I'VE GOTTA FIND A ONE-INCH TRACER-- WHICH COULD BE ANYWHERE!
BUT, IF I PASS ANYWHERE NEAR IT, MY SPIDEY SENSE WILL START TINGLING!
AND THAT'S ALL THE TIP-OFF I'LL NEED!

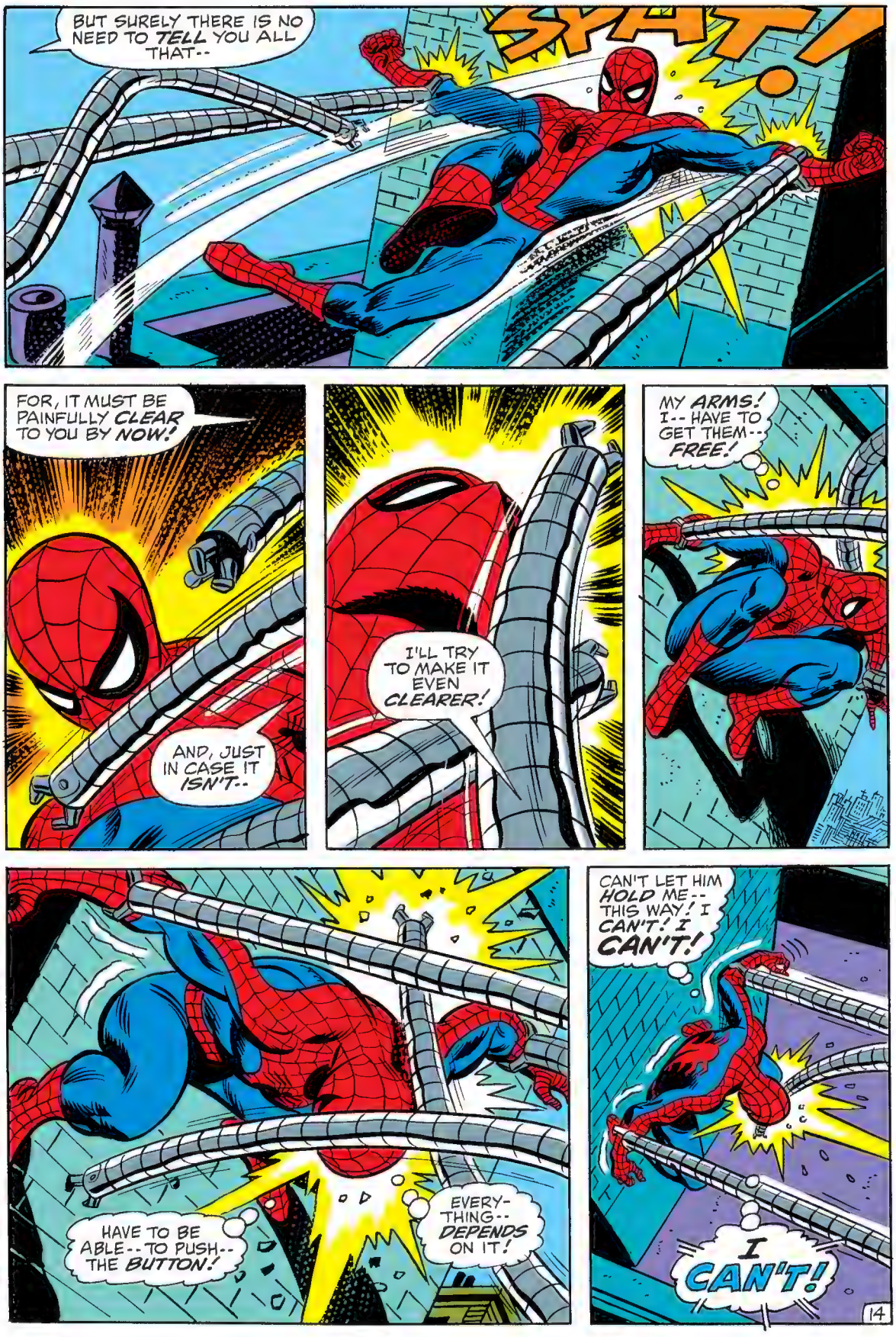

THEN, ABOUT 82½ MINUTES LATER-- (FOR THE STATISTICIANS AMONG YOU) --
HE'S SOMEWHERE IN THE AREA!
ALL I HAVE TO DO IS ZERO IN!
THE TINGLING GETS STRONGER WHEN I CIRCLE THIS BUILDING!
THAT MEANS-- HE'S GOT TO BE INSIDE!
I'M HOMING-IN LIKE A BUZZ BOMB! THERE'S NO DOUBT ABOUT IT!
THAT WINDOW IS WHAT I'M AFTER!
I DON'T GET IT! THE ROOM'S EMPTY!
BUT-- THE TINGLING IS STRONGER THAN EVER!
OCK! HE WAS WAITING FOR ME!
THOR
11.

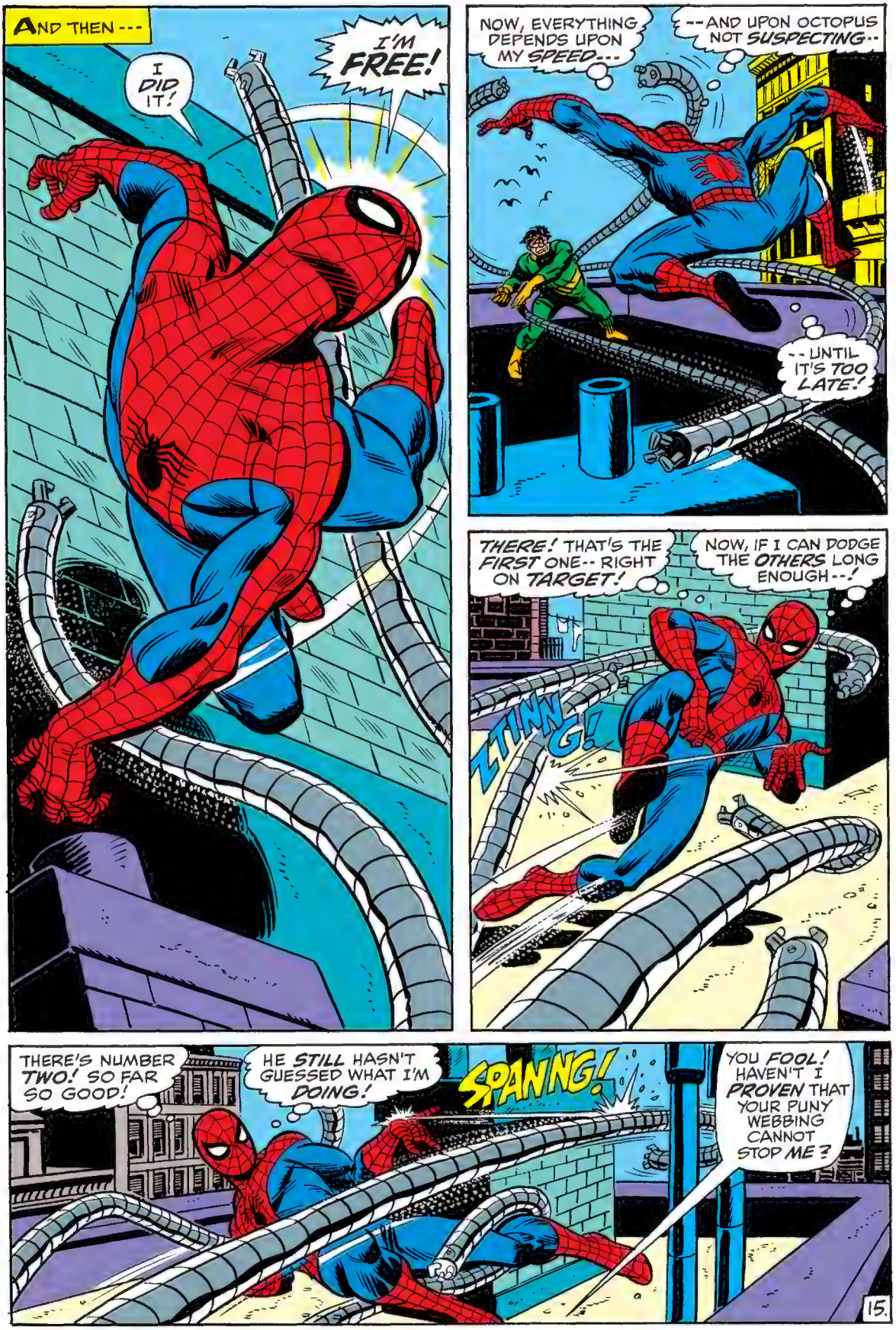

I WAS A FOOL! I PUT TOO MUCH FAITH IN MY SPIDEY TRACER!
NOW PLAYING HIGH SIERRA HUMID
BRAK!
ZROK!
12


DID YOU FORGET THAT I AM A SCIENTIST?
DID YOU THINK, WHEN I FOUND THE PRIMITIVE LITTLE GADGET YOU PLACED UPON MY TENTACLE, THAT I WOULDN'T FATHOM ITS PURPOSE?
SO, I MERELY PLACED IT IN THAT ROOM-- USING IT AS A TRAP IN WHICH TO CATCH YOU-- WHILE I SECRETLY WAITED UPON THIS ROOF ABOVE!
YOU CAN NEVER BE A MATCH FOR ME!
FOR NOT ONLY AM I YOUR MASTER IN STRENGTH--
-- BUT IN CUNNING, AND GUILE, AND INTELLIGENCE AS WELL!
13

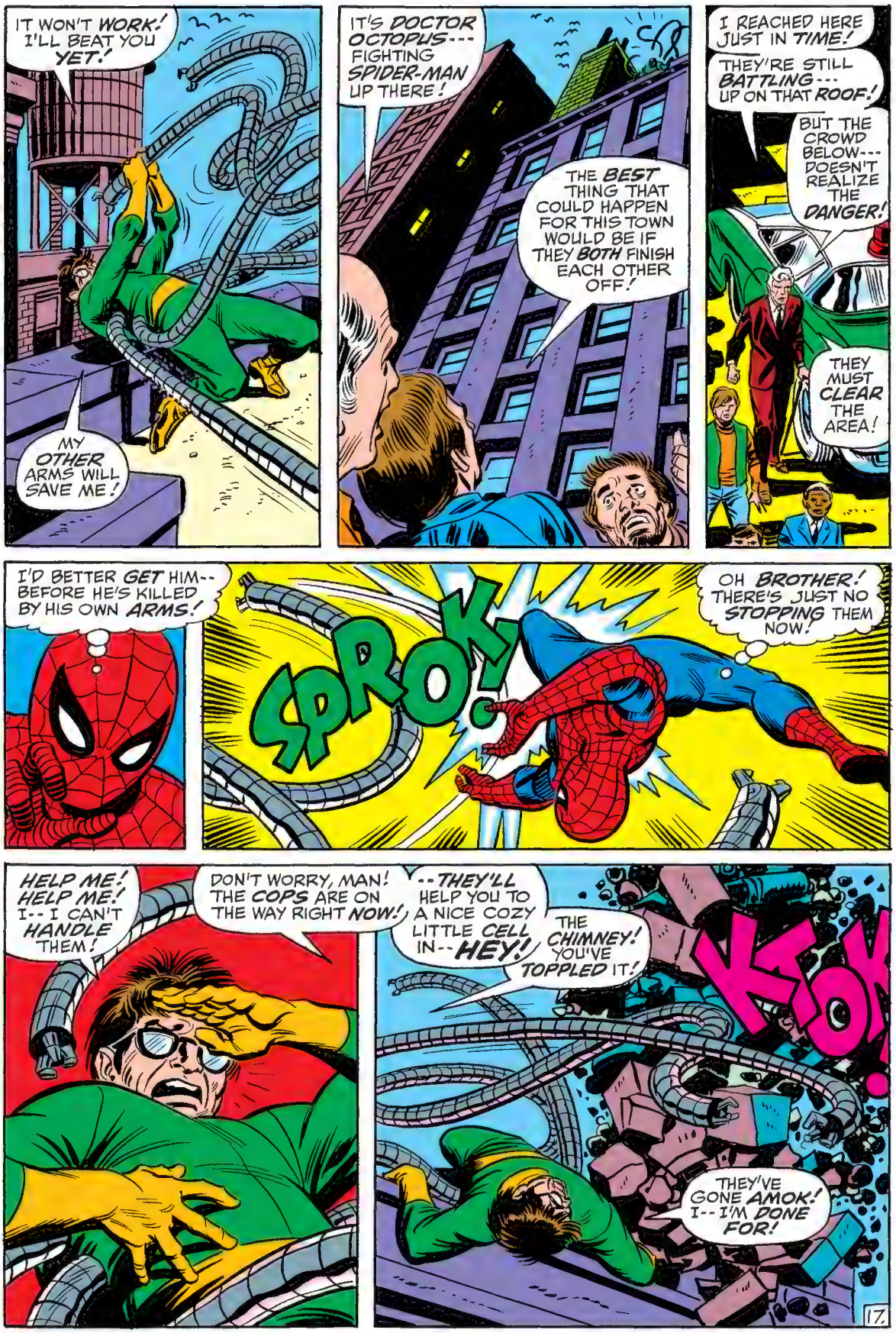


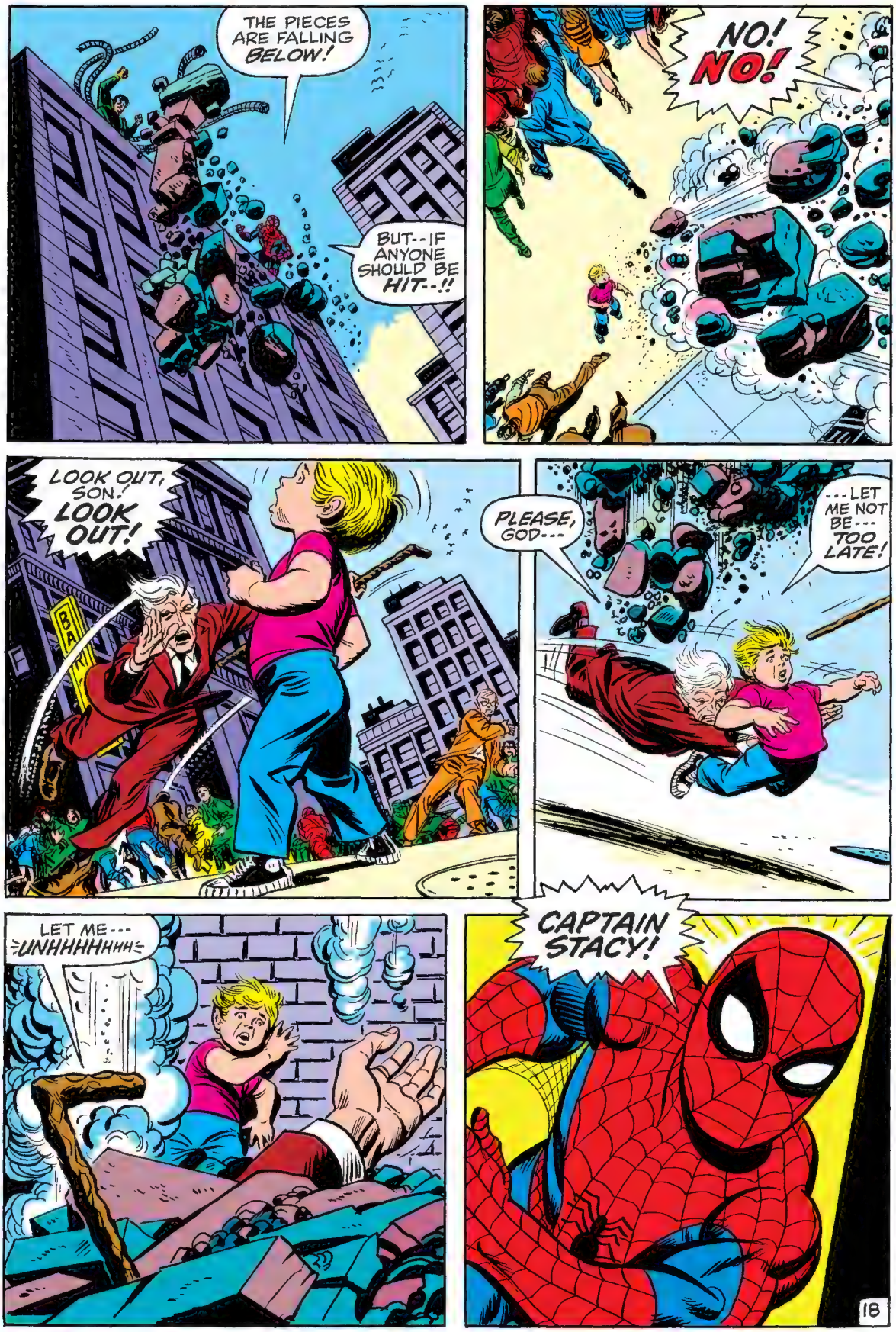


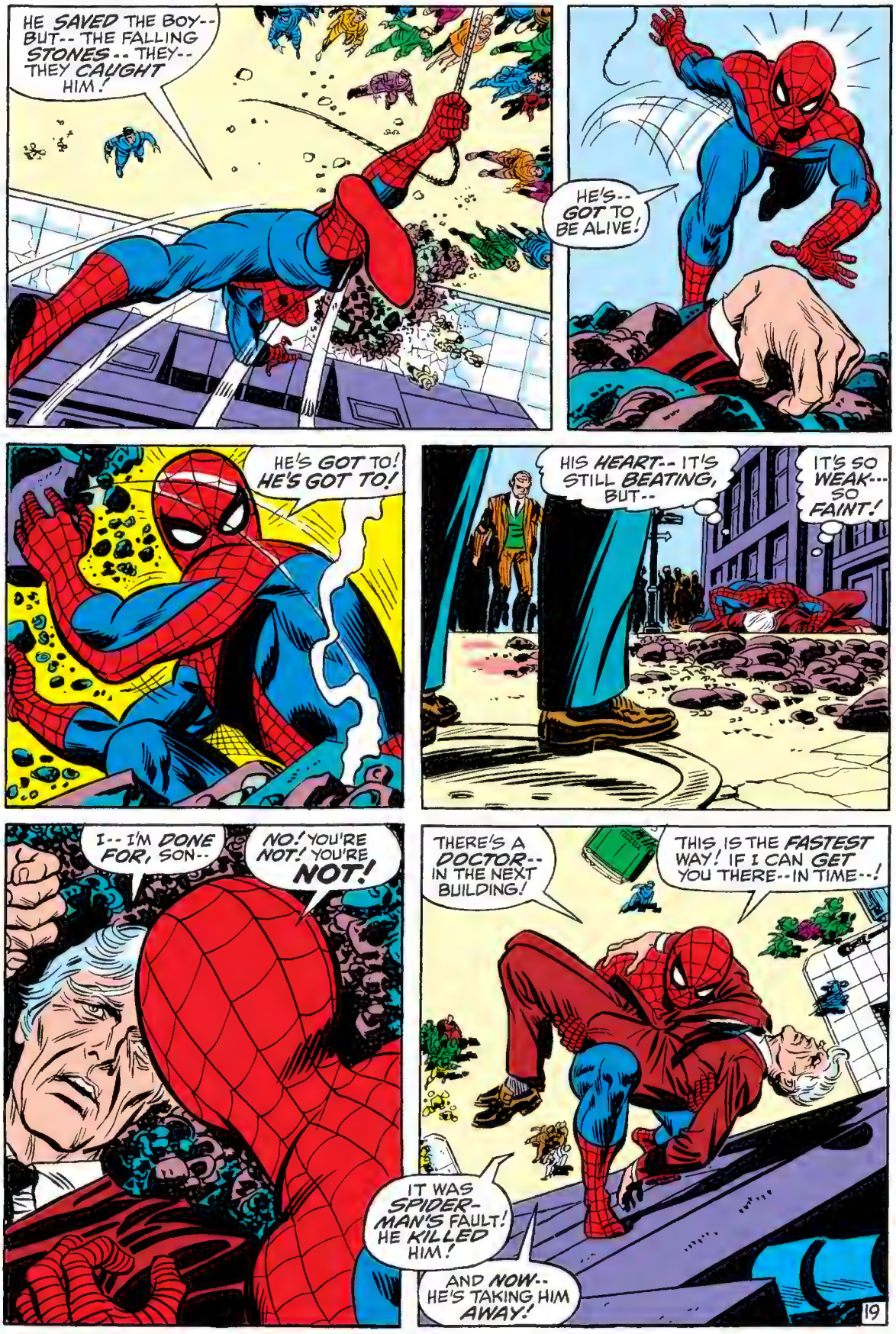

BUT SURELY THERE IS NO NEED TO TELL YOU ALL THAT--
SYAT!
FOR, IT MUST BE PAINFULLY CLEAR TO YOU BY NOW!
AND, JUST IN CASE IT ISN'T--
I'LL TRY TO MAKE IT EVEN CLEARER!
MY ARMS! I-- HAVE TO GET THEM-- FREE!
HAVE TO BE ABLE-- TO PUSH-- THE BUTTON!
EVERY-THING-- DEPENDS ON IT!
CAN'T LET HIM HOLD ME-- THIS WAY! I CAN'T! I CAN'T!
I CAN'T!
14

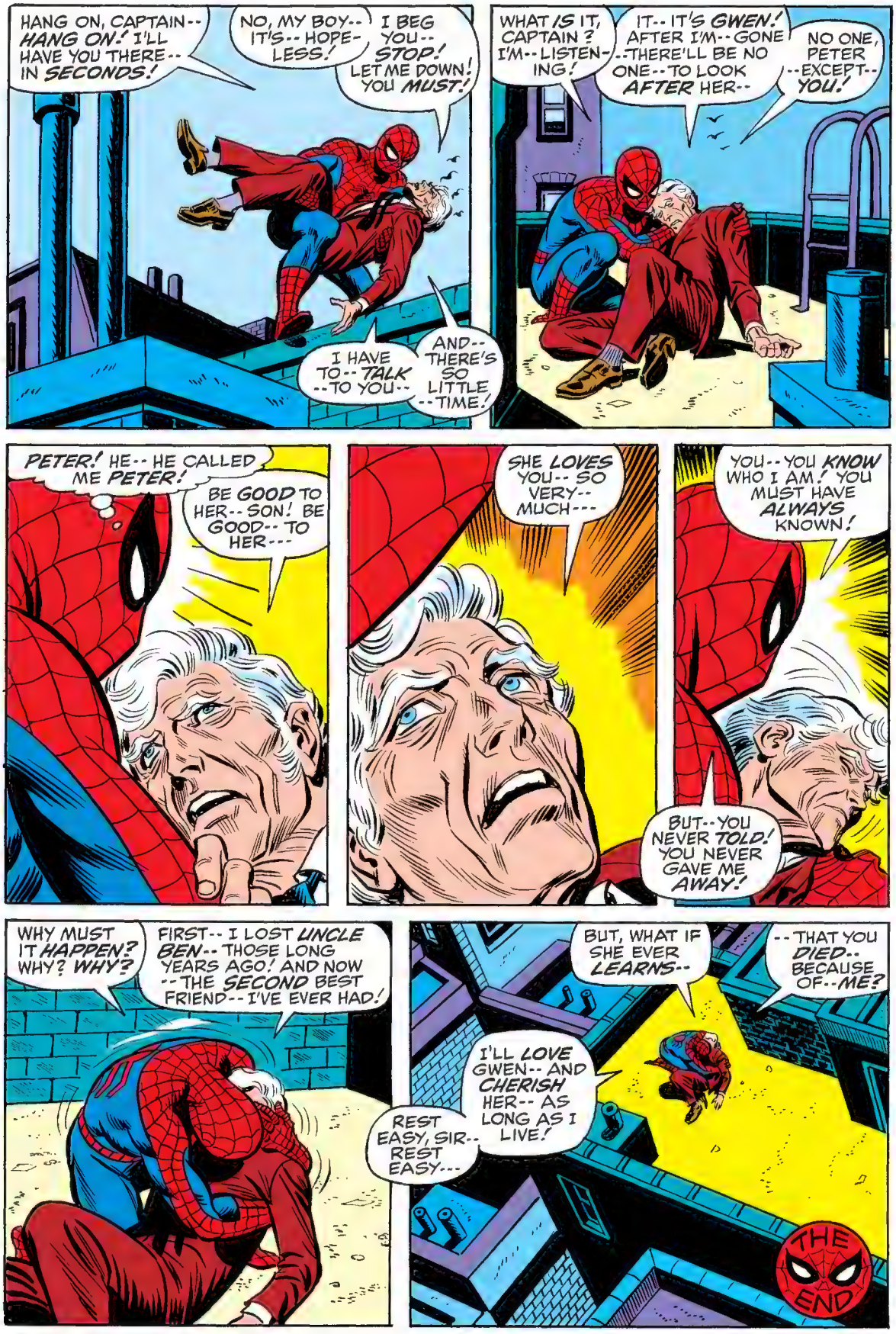

AND THEN ---
I DID IT!
I'M FREE!
NOW, EVERYTHING DEPENDS UPON MY SPEED---
--AND UPON OCTOPUS NOT SUSPECTING--
--UNTIL IT'S TOO LATE!
THERE! THAT'S THE FIRST ONE-- RIGHT ON TARGET!
NOW, IF I CAN DODGE THE OTHERS LONG ENOUGH--!
ZTING!
THERE'S NUMBER TWO! SO FAR SO GOOD!
HE STILL HASN'T GUESSED WHAT I'M DOING!
SPANNG!
YOU FOOL! HAVEN'T I PROVEN THAT YOUR PUNY WEBBING CANNOT STOP ME?

I'VE ONLY TO EXERT THE SLIGHTEST EFFORT--
--TO SNAP IT LIKE A PIECE OF HARMLESS THREAD!
BUT-- WHAT IS THIS? WHAT IS HAPPENING?
MY TENTACLES! THE ONES YOU COVERED WITH YOUR WEBBING--
THEY-- THEY NO LONGER OBEY ME!
THEY SEEM TO BE FIGHTING EACH OTHER!
THAT'S THE WHOLE IDEA, BRIGHT-EYES!
YOU TRICKED ME! IT-- IT WASN'T ORDINARY WEBBING!
IT WAS A CHEMICAL FLUID-- LIKE A JAMMING DEVICE BETWEEN MY BRAIN IMPULSES--- AND MY ARMS!
THEY'RE STRIKING BLINDLY! I'VE LOST CONTROL!
THEY'RE-- ATTACKING EACH OTHER!
RIGHT, PUDGY! AND YOU AIN'T SEEN NOTHIN' YET!
NOW THEY'RE-- ATTACKING ME!
THAT'S THE NAME OF THE GAME, DOC!
UNNHH!
THOK!


IT WON'T WORK! I'LL BEAT YOU YET!
MY OTHER ARMS WILL SAVE ME!
IT'S DOCTOR OCTOPUS--- FIGHTING SPIDER-MAN UP THERE!
THE BEST THING THAT COULD HAPPEN FOR THIS TOWN WOULD BE IF THEY BOTH FINISH EACH OTHER OFF!
I REACHED HERE JUST IN TIME!
THEY'RE STILL BATTLING--- UP ON THAT ROOF!
BUT THE CROWD BELOW--- DOESN'T REALIZE THE DANGER!
THEY MUST CLEAR THE AREA!
I'D BETTER GET HIM-- BEFORE HE'S KILLED BY HIS OWN ARMS!
SPROK!
OH BROTHER! THERE'S JUST NO STOPPING THEM NOW!
HELP ME! HELP ME! I-- I CAN'T HANDLE THEM!
DON'T WORRY, MAN! THE COPS ARE ON THE WAY RIGHT NOW!
--THEY'LL HELP YOU TO A NICE COZY LITTLE CELL IN--HEY!
THE CHIMNEY! YOU'VE TOPPLED IT!
KROK!
THEY'VE GONE AMOK! I-- I'M DONE FOR!
17.


THE PIECES ARE FALLING BELOW!
BUT--IF ANYONE SHOULD BE HIT--!!
NO! NO!
LOOK OUT, SON! LOOK OUT!
PLEASE, GOD---
---LET ME NOT BE--- TOO LATE!
LET ME--- UNHHHHHHHH
CAPTAIN STACY!


HE SAVED THE BOY-- BUT-- THE FALLING STONES-- THEY-- THEY CAUGHT HIM!
HE'S-- GOT TO BE ALIVE!
HE'S GOT TO! HE'S GOT TO!
HIS HEART-- IT'S STILL BEATING, BUT--
IT'S SO WEAK--- SO FAINT!
I-- I'M DONE FOR, SON--
NO! YOU'RE NOT! YOU'RE NOT!
THERE'S A DOCTOR-- IN THE NEXT BUILDING!
THIS IS THE FASTEST WAY! IF I CAN GET YOU THERE--IN TIME--!
IT WAS SPIDER-MAN'S FAULT! HE KILLED HIM!
AND NOW-- HE'S TAKING HIM AWAY!
19


HANG ON, CAPTAIN-- HANG ON! I'LL HAVE YOU THERE-- IN SECONDS!
NO, MY BOY-- IT'S-- HOPE-- LESS!
I BEG YOU-- STOP! LET ME DOWN! YOU MUST!
I HAVE TO-- TALK --TO YOU--
AND-- THERE'S SO LITTLE --TIME!
WHAT IS IT, CAPTAIN? I'M-- LISTEN-- ING!
IT-- IT'S GWEN! AFTER I'M-- GONE --THERE'LL BE NO ONE-- TO LOOK AFTER HER--
NO ONE, PETER --EXCEPT-- YOU!
PETER! HE-- HE CALLED ME PETER!
BE GOOD TO HER-- SON! BE GOOD-- TO HER---
SHE LOVES YOU-- SO VERY-- MUCH---
YOU-- YOU KNOW WHO I AM! YOU MUST HAVE ALWAYS KNOWN!
BUT-- YOU NEVER TOLD! YOU NEVER GAVE ME AWAY!
WHY MUST IT HAPPEN? WHY? WHY?
FIRST-- I LOST UNCLE BEN-- THOSE LONG YEARS AGO! AND NOW --THE SECOND BEST FRIEND-- I'VE EVER HAD!
BUT, WHAT IF SHE EVER LEARNS--
--THAT YOU DIED-- BECAUSE OF-- ME?
I'LL LOVE GWEN-- AND CHERISH HER-- AS LONG AS I LIVE!
REST EASY, SIR-- REST EASY---
THE END

SPIDER-MAN
15¢
91
DEC
MARVEL COMICS GROUP
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
TO SMASH THE SPIDER!
FIRST IT WAS JAMESON-- THEN GWEN-- AND NOW---
I'VE NO PLACE TO TURN! THE WHOLE CITY'S AGAINST ME!
FEATURING THE MURDEROUS MENACE OF--
THE MAN CALLED BULLIT!

THE AMAZING SPIDER-MAN!™
TO SMASH THE SPIDER!
---AND SO WE RETURN GEORGE STACY TO THE EARTH WHICH IS MOTHER OF US ALL.
ASHES TO ASHES--- DUST TO DUST ---AMEN.
CAPT. GEORGE STACY MET HIS DEATH LAST ISSUE WHILE SAVING THE LIFE OF A CHILD WHO HAD BEEN IMPERILED BY THE BATTLE BETWEEN SPIDER-MAN AND DR. OCTOPUS!
DUE TO A WEIRD QUIRK OF FATE, IT SEEMED TO THOSE WHO WITNESSED THE TRAGIC EVENT THAT THE BLAME, FOR CAPT. STACY'S DEATH BELONGED TO--- SPIDER-MAN!
AND NOW, OUR NEWEST CHAPTER IN THE TANGLED LIFE OF THE MYSTERIOUS WEB-SPINNER BEGINS--- AS ANOTHER LIFE IS ENDED--- FOREVER---
STORY: STAN LEE || PENCILLING: GIL KANE || INKING: JOHN ROMITA || LETTERING: SAM ROSEN

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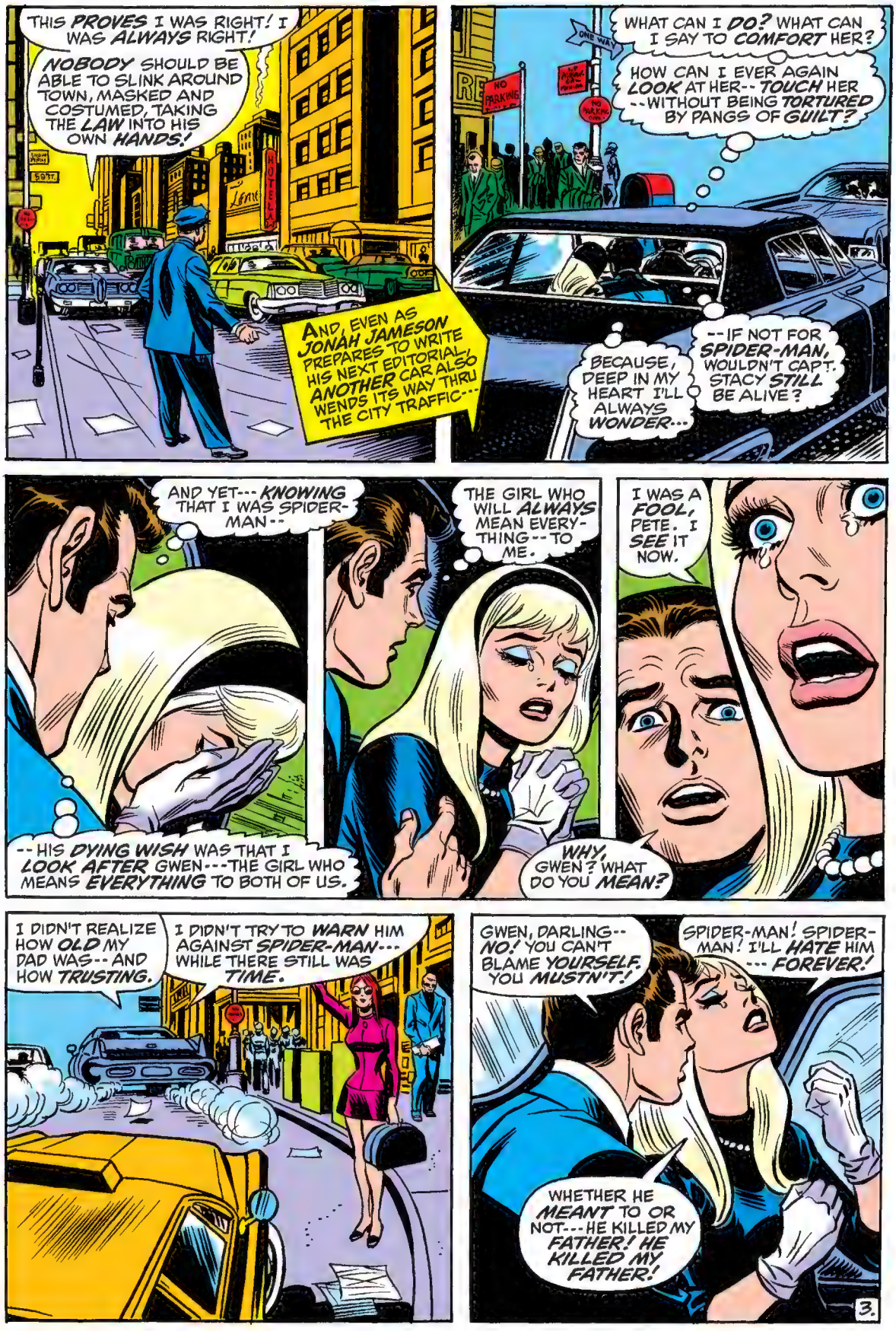
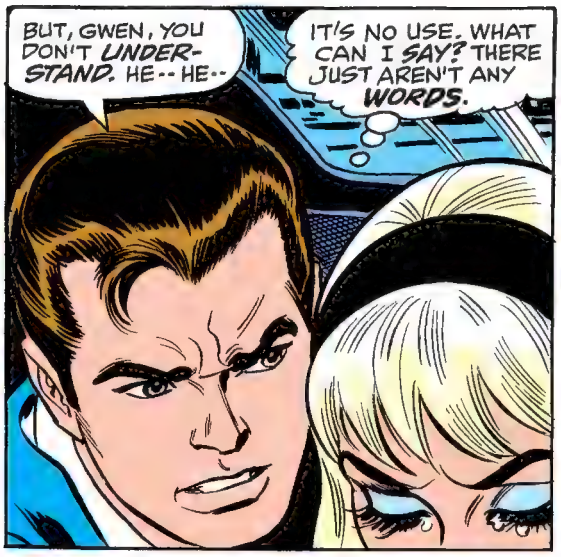
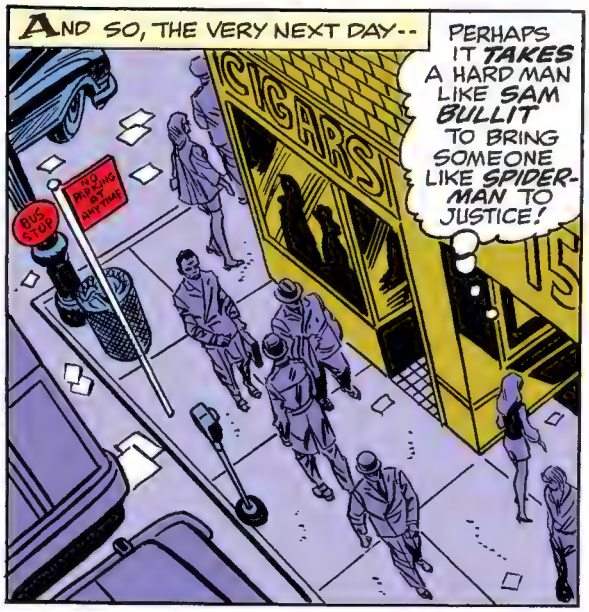
FINALLY, THE ORDEAL IS OVER, AND---
GWEN IS ALL ALONE NOW--- EXCEPT FOR--- ME.
IF NOT FOR SPIDER-MAN-- MY FATHER WOULD STILL BE ALIVE.
OH GOD-- GOD! WHAT WOULD HAPPEN IF SHE EVER FOUND OUT--- THAT I'M SPIDER-MAN?
THERE WAS A TIME WHEN I THOUGHT I MIGHT SOMEDAY REVEAL MY SECRET IDENTITY TO HER-
BUT, THAT WAS BEFORE---THIS NIGHTMARE HAPPENED!
STACY WAS ALWAYS A LITTLE BIT TOO LIBERAL TO SUIT ME---
BUT HE WAS A FINE MAN, ROBBIE--- A GOOD MAN.
AND HE LEFT THIS WORLD THE WAY HE WOULD HAVE WANTED TO--
--- GIVING UP HIS LIFE--- TO SAVE ANOTHER!
EVEN HIS POLITICAL ENEMIES -- LIKE SAM BULLIT OVER THERE--- CAME TO PAY THEIR LAST RESPECTS.
STACY'S DEATH WILL HELP MY CAMPAIGN, CARTER!
--- AND I KNOW HOW TO TAKE ADVANTAGE OF IT!
I'LL SEE YOU LATER, ROBERTSON.
I'M GOING HOME TO WORK NOW.
THIS IS MY CHANCE TO TURN PUBLIC OPINION AGAINST SPIDER-MAN LIKE IT'S NEVER BEEN TURNED BEFORE!
I'LL MAKE THAT COLD-BLOODED WALL-CRAWLER THE MOST HATED HUMAN BEING ON EARTH!
2.

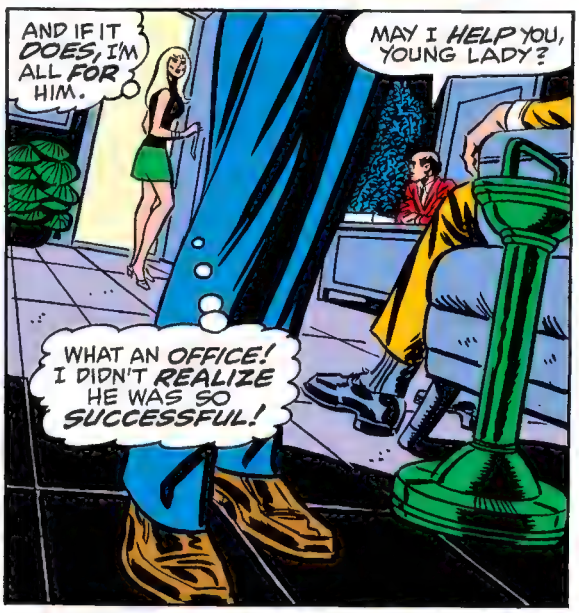

THIS PROVES I WAS RIGHT! I WAS ALWAYS RIGHT!
NOBODY SHOULD BE ABLE TO SLINK AROUND TOWN, MASKED AND COSTUMED, TAKING THE LAW INTO HIS OWN HANDS!
AND, EVEN AS JONAH JAMESON PREPARES TO WRITE HIS NEXT EDITORIAL, ANOTHER CAR ALSO WENDS ITS WAY THRU THE CITY TRAFFIC---
WHAT CAN I DO? WHAT CAN I SAY TO COMFORT HER?
HOW CAN I EVER AGAIN LOOK AT HER-- TOUCH HER --WITHOUT BEING TORTURED BY PANGS OF GUILT?
--IF NOT FOR SPIDER-MAN, WOULDN'T CAPT. STACY STILL BE ALIVE?
BECAUSE, DEEP IN MY HEART I'LL ALWAYS WONDER...
AND YET--- KNOWING THAT I WAS SPIDER-MAN--
--HIS DYING WISH WAS THAT I LOOK AFTER GWEN---THE GIRL WHO MEANS EVERYTHING TO BOTH OF US.
THE GIRL WHO WILL ALWAYS MEAN EVERY-THING--TO ME.
WHY, GWEN? WHAT DO YOU MEAN?
I WAS A FOOL, PETE. I SEE IT NOW.
I DIDN'T REALIZE HOW OLD MY DAD WAS-- AND HOW TRUSTING.
I DIDN'T TRY TO WARN HIM AGAINST SPIDER-MAN--- WHILE THERE STILL WAS TIME.
GWEN, DARLING-- NO! YOU CAN'T BLAME YOURSELF. YOU MUSTN'T!
SPIDER-MAN! SPIDER-MAN! I'LL HATE HIM --- FOREVER!
WHETHER HE MEANT TO OR NOT---HE KILLED MY FATHER! HE KILLED MY FATHER!
3.

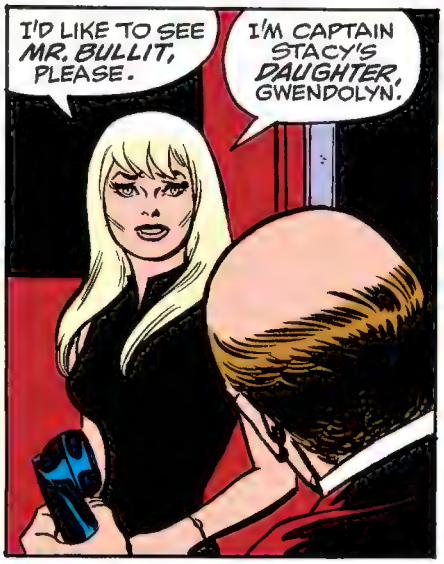

BUT, GWEN, YOU DON'T UNDERSTAND. HE--HE--
IT'S NO USE. WHAT CAN I SAY? THERE JUST AREN'T ANY WORDS.

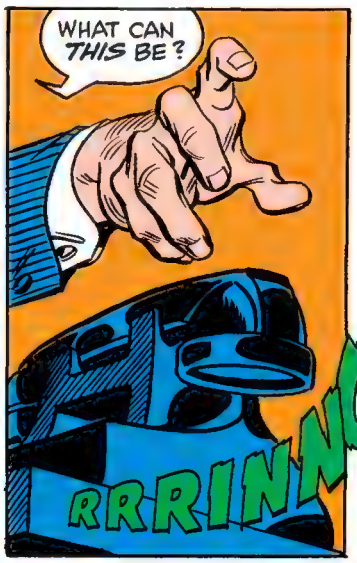
PETER, I--I'M NOT GOING TO WASTE TIME CRYING. I'M GOING TO WORK--
--TO DO WHAT I CAN TO RID THE CITY OF MENACES LIKE-- SPIDER-MAN!
HOW, GWEN? WHAT DO YOU MEAN?

IN THE COMING ELECTION-- ONE OF THE CANDIDATES, SAM BULLIT, IS RUNNING ON A LAW AND ORDER TICKET!
HE USED TO BE A COP-- JUST LIKE DAD. THEY KNEW EACH OTHER IN THE PAST.
--I'M GOING TO VOLUNTEER TO HELP HIS CAMPAIGN.

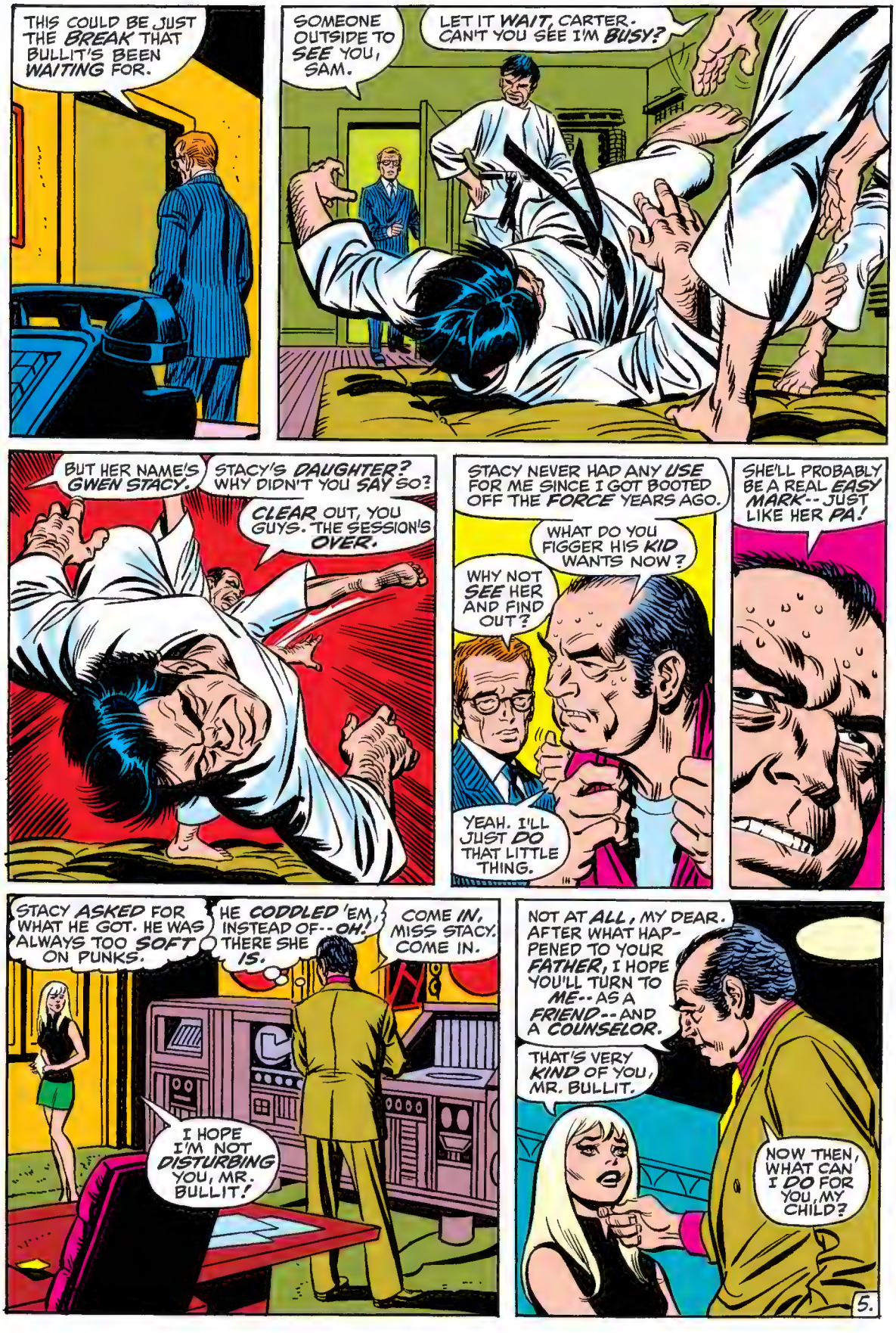

AND SO, THE VERY NEXT DAY--
PERHAPS IT TAKES A HARD MAN LIKE SAM BULLIT TO BRING SOMEONE LIKE SPIDER-MAN TO JUSTICE!
CIGARS
BUS STOP
NO PARKING AT ANY TIME

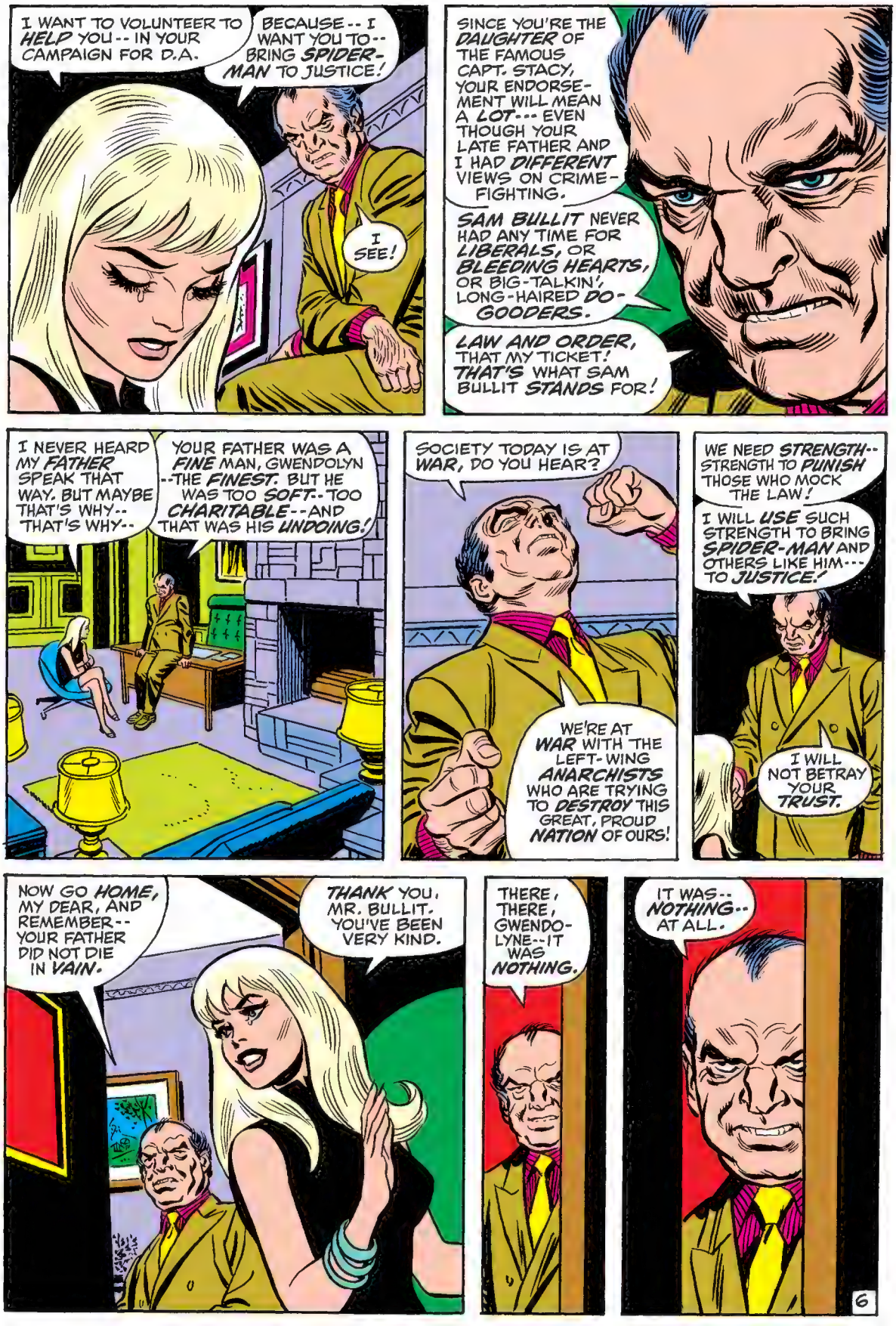

AND IF IT DOES, I'M ALL FOR HIM.
MAY I HELP YOU, YOUNG LADY?
WHAT AN OFFICE! I DIDN'T REALIZE HE WAS SO SUCCESSFUL!


I'D LIKE TO SEE MR. BULLIT, PLEASE.
I'M CAPTAIN STACY'S DAUGHTER, GWENDOLYN.

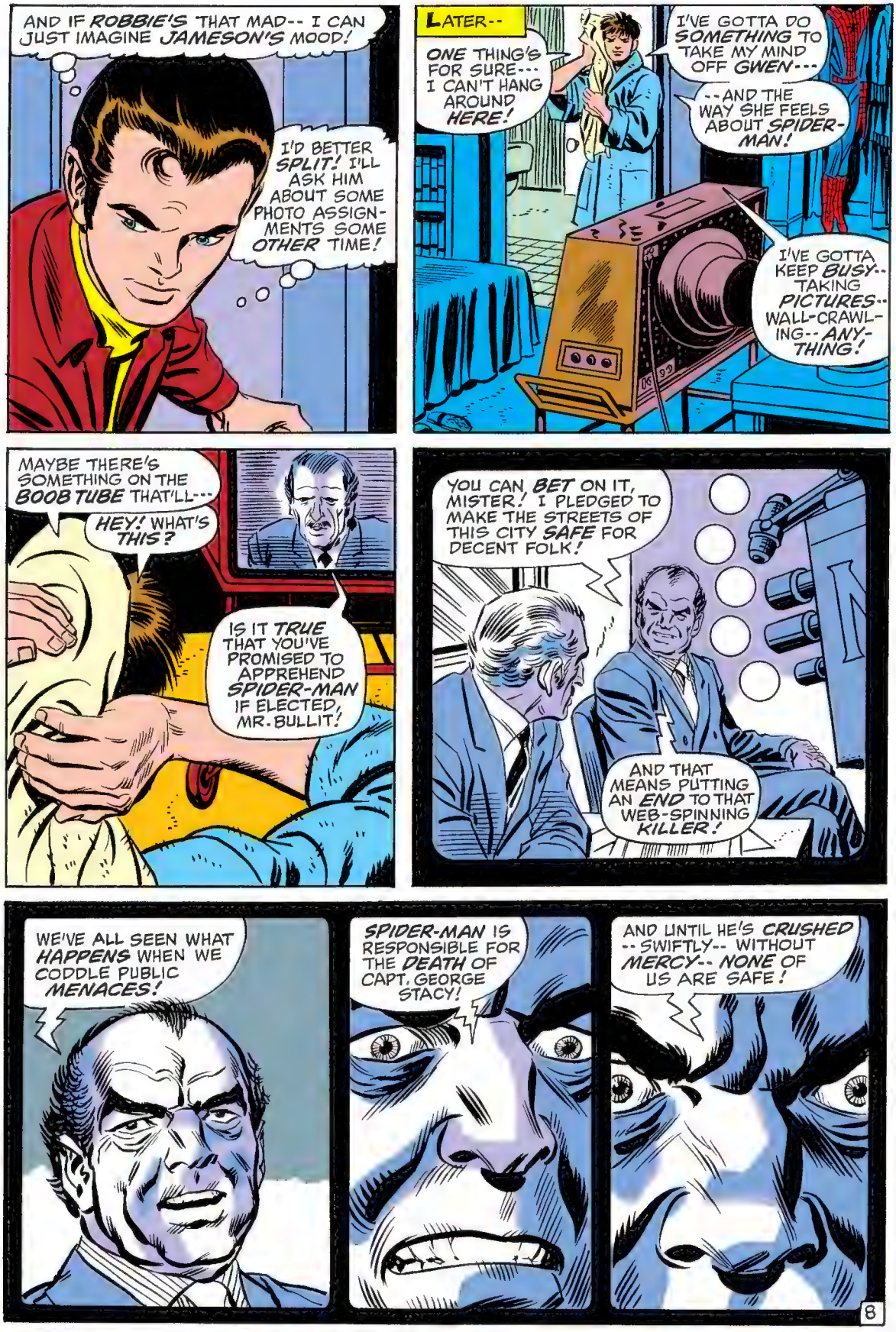

WHAT CAN THIS BE?
RRRINNG

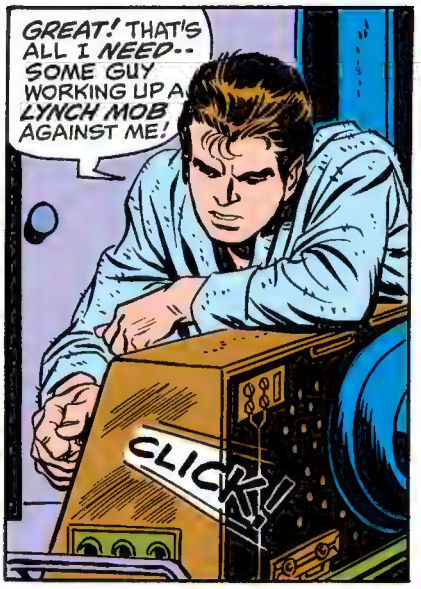
STACY'S DAUGHTER TO SEE THE BIG MAN?
SURE, SEND HER RIGHT IN!

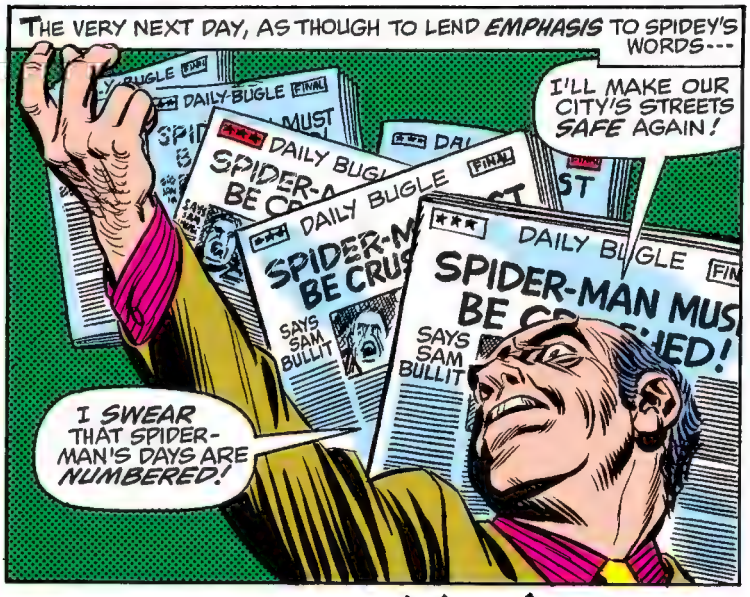

THIS COULD BE JUST THE BREAK THAT BULLIT'S BEEN WAITING FOR.
SOMEONE OUTSIDE TO SEE YOU, SAM.
LET IT WAIT, CARTER. CAN'T YOU SEE I'M BUSY?
BUT HER NAME'S GWEN STACY.
STACY'S DAUGHTER? WHY DIDN'T YOU SAY SO?
CLEAR OUT, YOU GUYS. THE SESSION'S OVER.
STACY NEVER HAD ANY USE FOR ME SINCE I GOT BOOTED OFF THE FORCE YEARS AGO.
WHAT DO YOU FIGGER HIS KID WANTS NOW?
WHY NOT SEE HER AND FIND OUT?
YEAH. I'LL JUST DO THAT LITTLE THING.
SHE'LL PROBABLY BE A REAL EASY MARK-- JUST LIKE HER PA!
STACY ASKED FOR WHAT HE GOT. HE WAS ALWAYS TOO SOFT ON PUNKS.
HE CODDLED 'EM, INSTEAD OF-- OH! THERE SHE IS.
COME IN, MISS STACY. COME IN.
I HOPE I'M NOT DISTURBING YOU, MR. BULLIT!
NOT AT ALL, MY DEAR. AFTER WHAT HAPPENED TO YOUR FATHER, I HOPE YOU'LL TURN TO ME-- AS A FRIEND-- AND A COUNSELOR.
THAT'S VERY KIND OF YOU, MR. BULLIT.
NOW THEN, WHAT CAN I DO FOR YOU, MY CHILD?

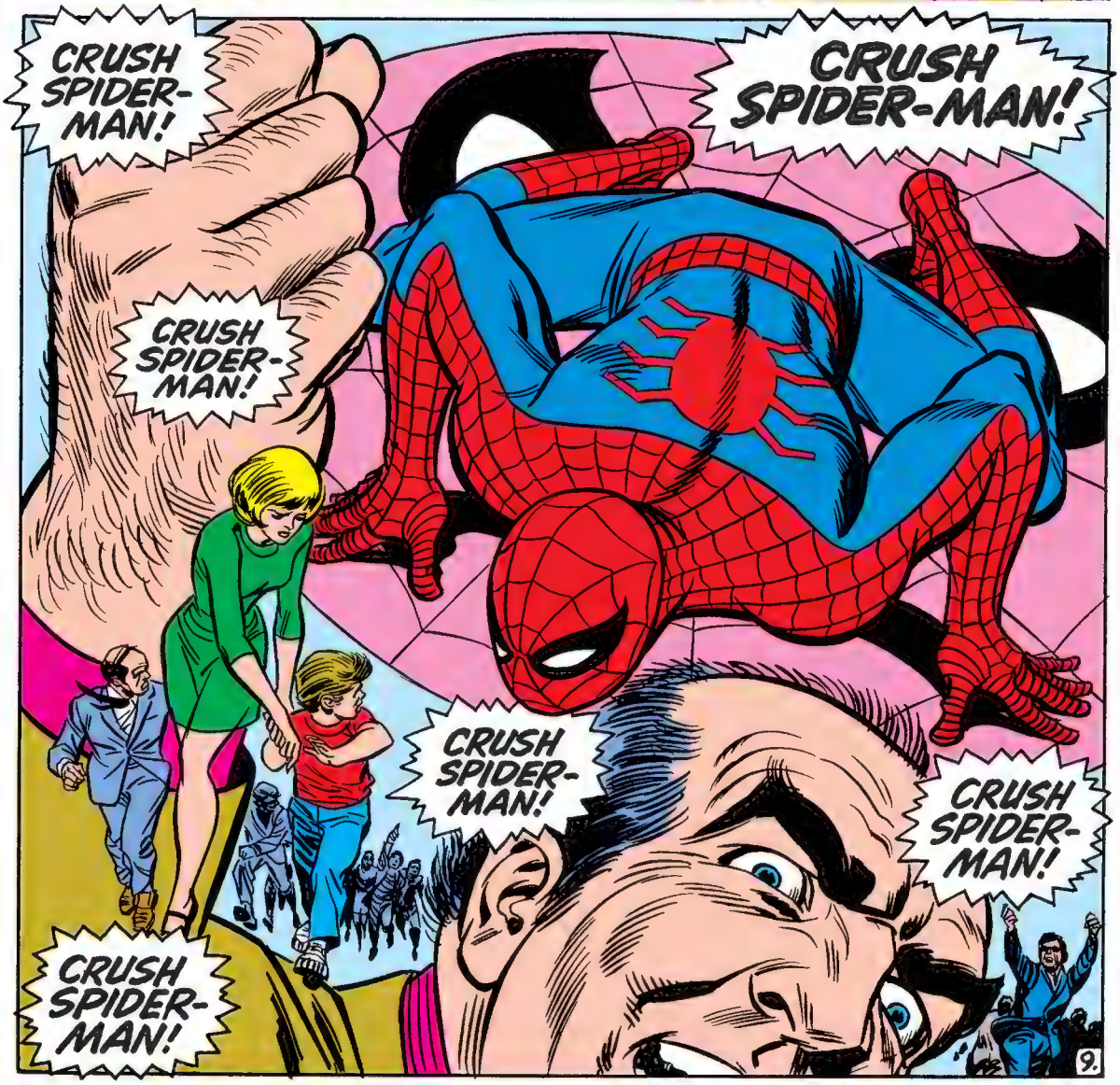

I WANT TO VOLUNTEER TO HELP YOU -- IN YOUR CAMPAIGN FOR D.A.
BECAUSE -- I WANT YOU TO -- BRING SPIDER-MAN TO JUSTICE!
I SEE!
SINCE YOU'RE THE DAUGHTER OF THE FAMOUS CAPT. STACY, YOUR ENDORSEMENT WILL MEAN A LOT --- EVEN THOUGH YOUR LATE FATHER AND I HAD DIFFERENT VIEWS ON CRIME-FIGHTING.
SAM BULLIT NEVER HAD ANY TIME FOR LIBERALS, OR BLEEDING HEARTS, OR BIG-TALKIN', LONG-HAIRED DO-GOODERS.
LAW AND ORDER, THAT MY TICKET! THAT'S WHAT SAM BULLIT STANDS FOR!
I NEVER HEARD MY FATHER SPEAK THAT WAY. BUT MAYBE THAT'S WHY-- THAT'S WHY--
YOUR FATHER WAS A FINE MAN, GWENDOLYN --THE FINEST. BUT HE WAS TOO SOFT--TOO CHARITABLE--AND THAT WAS HIS UNDOING!
SOCIETY TODAY IS AT WAR, DO YOU HEAR?
WE'RE AT WAR WITH THE LEFT-WING ANARCHISTS WHO ARE TRYING TO DESTROY THIS GREAT, PROUD NATION OF OURS!
WE NEED STRENGTH-- STRENGTH TO PUNISH THOSE WHO MOCK THE LAW!
I WILL USE SUCH STRENGTH TO BRING SPIDER-MAN AND OTHERS LIKE HIM --- TO JUSTICE!
I WILL NOT BETRAY YOUR TRUST.
NOW GO HOME, MY DEAR, AND REMEMBER-- YOUR FATHER DID NOT DIE IN VAIN.
THANK YOU, MR. BULLIT. YOU'VE BEEN VERY KIND.
THERE, THERE, GWENDOLYNE--IT WAS NOTHING.
IT WAS-- NOTHING-- AT ALL.
6

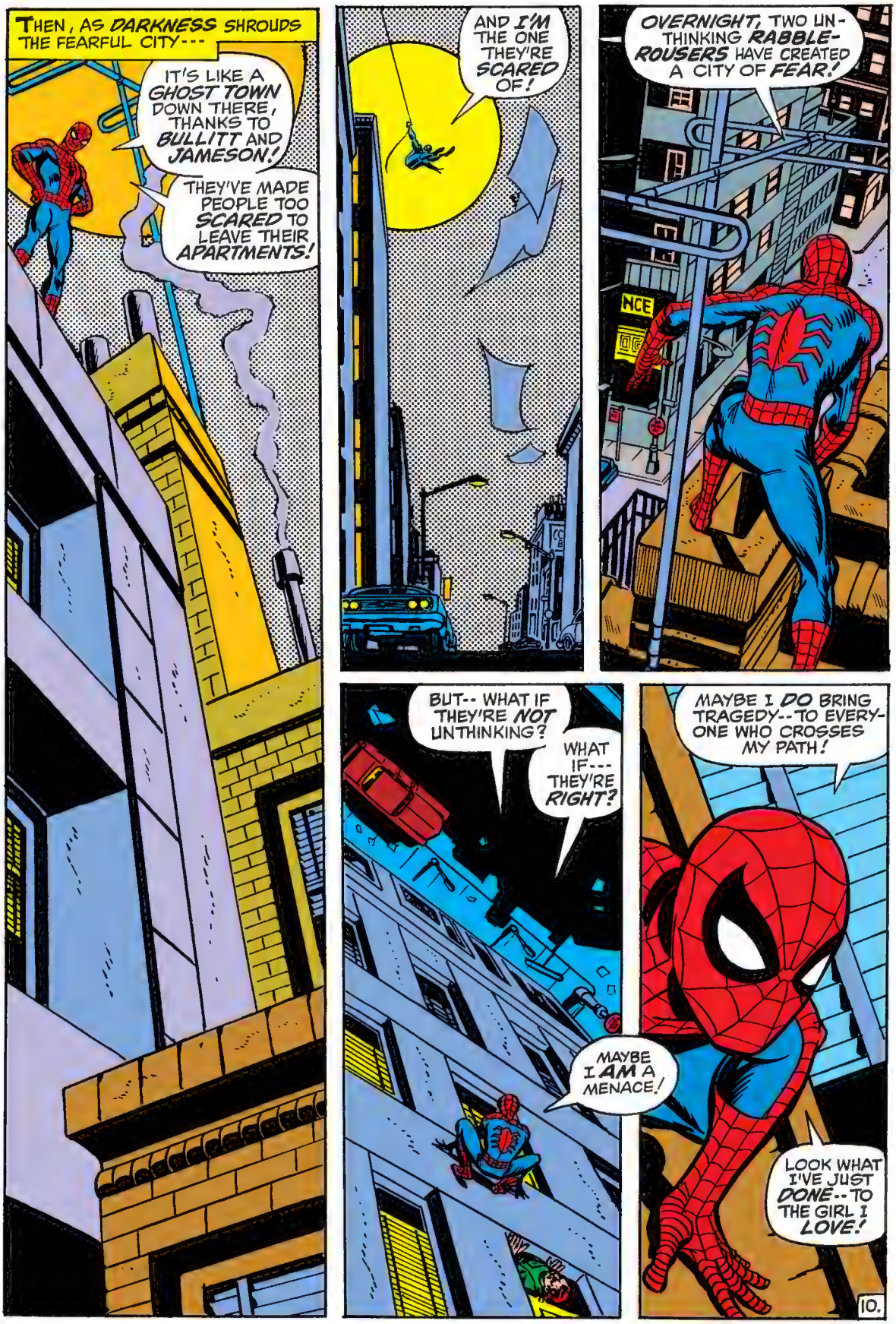
HOW DID IT GO, BOSS?
BEAUTIFUL, CARTER. WITH THE STACY NAME BEHIND ME, THE LIBERALS WON'T KNOW WHAT TO THINK.
NOW, I GOT ME A LITTLE CALL TO MAKE---
GET ME THE DAILY BUGLE.
SAM BULLIT! WHAT? YOU'LL MAKE A DEAL WITH ME?
CAREFUL, J.J. HE'S A SLIPPERY ONE!
YOU WANT THE BUGLE'S SUPPORT, EH?
AND IN RETURN YOU PROMISE TO DELIVER SPIDER-MAN?
MISTER, FROM THIS MINUTE ON, SAM BULLIT IS MY CANDIDATE!
YES SIR, ROBBIE-- THAT'S WHAT THIS OL' TOWN NEEDS-- A NO-NONSENSE DISTRICT ATTORNEY WHO'LL DELIVER THE GOODS!
YOU CAN'T MEAN BULLIT, MR. J.!
THAT FLEDGLING FASCIST'S STILL LIVING IN THE 1930'S!
MAYBE THEY WERE BETTER DAYS THAN NOW!
AT LEAST WE HAD LAW AND ORDER THEN!
YEAH! AND LYNCH MOBS, AND BREAD-LINES, AND UNCLE TOMS--
COME OFF IT, ROBBIE! WHAT'S WRONG WITH A MAN STANDING FOR LAW AND ORDER, ANYWAY?
MAYBE IT JUST DEPENDS ON WHOSE LAW-- AND WHAT KIND OF ORDER YOU'RE TALKIN' ABOUT, MAN!
OKAY-- TO BE CONTINUED! WE STILL HAVE A PAPER TO PUT OUT!
IF I'M GONNA HAVE TO GET MY PAY CHECK FROM A PAPER THAT'S SUPPORTING SAM BULLIT, I'LL--
SLAM!
UH OH! LOOKS LIKE SOMETHING JUST HIT THE FAN.
NEVER SAW JOE ROBERTSON SO ANGRY BEFORE!
7.

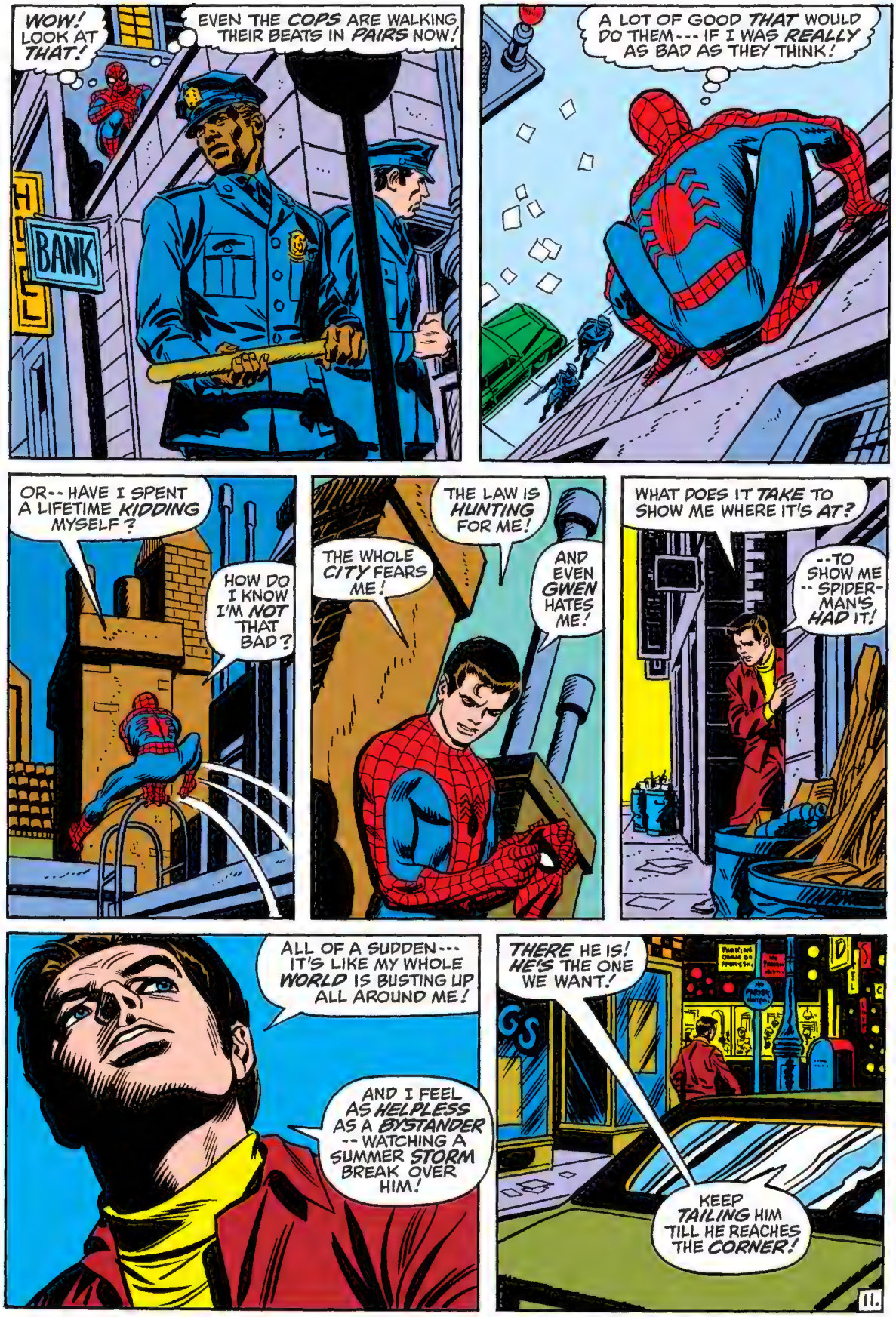

AND IF ROBBIE'S THAT MAD-- I CAN JUST IMAGINE JAMESON'S MOOD!
I'D BETTER SPLIT! I'LL ASK HIM ABOUT SOME PHOTO ASSIGN-MENTS SOME OTHER TIME!
LATER--
ONE THING'S FOR SURE--- I CAN'T HANG AROUND HERE!
I'VE GOTTA DO SOMETHING TO TAKE MY MIND OFF GWEN---
--AND THE WAY SHE FEELS ABOUT SPIDER-MAN!
I'VE GOTTA KEEP BUSY-- TAKING PICTURES-- WALL-CRAWL-ING-- ANY-THING!
MAYBE THERE'S SOMETHING ON THE BOOB TUBE THAT'LL---
HEY! WHAT'S THIS?
IS IT TRUE THAT YOU'VE PROMISED TO APPREHEND SPIDER-MAN IF ELECTED, MR. BULLIT!
YOU CAN BET ON IT, MISTER! I PLEDGED TO MAKE THE STREETS OF THIS CITY SAFE FOR DECENT FOLK!
AND THAT MEANS PUTTING AN END TO THAT WEB-SPINNING KILLER!
WE'VE ALL SEEN WHAT HAPPENS WHEN WE CODDLE PUBLIC MENACES!
SPIDER-MAN IS RESPONSIBLE FOR THE DEATH OF CAPT. GEORGE STACY!
AND UNTIL HE'S CRUSHED -- SWIFTLY-- WITHOUT MERCY-- NONE OF US ARE SAFE!


GREAT! THAT'S ALL I NEED-- SOME GUY WORKING UP A LYNCH MOB AGAINST ME!
CLICK!

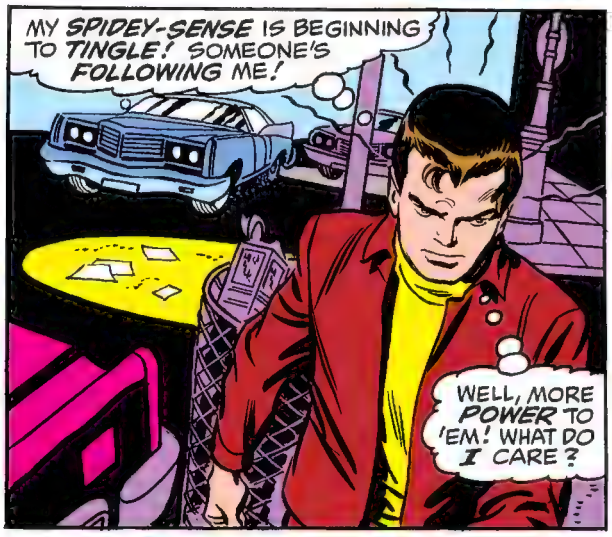

THE VERY NEXT DAY, AS THOUGH TO LEND EMPHASIS TO SPIDEY'S WORDS---
I'LL MAKE OUR CITY'S STREETS SAFE AGAIN!
DAILY BUGLE
SPIDER-MAN MUST BE CRUSHED!
SAYS SAM BULLIT
I SWEAR THAT SPIDER-MAN'S DAYS ARE NUMBERED!

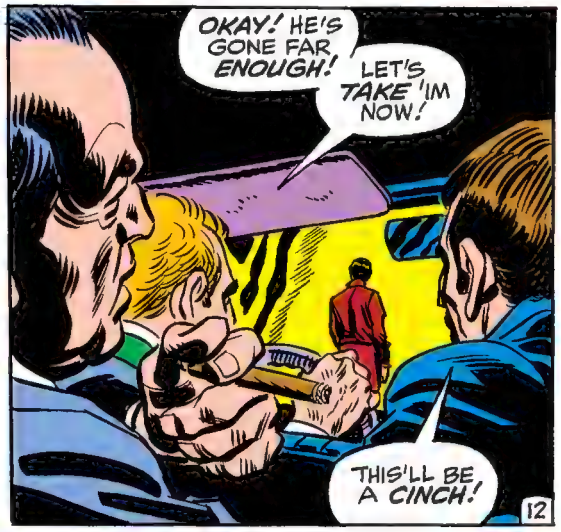

CRUSH SPIDER-MAN!
CRUSH SPIDER-MAN!
CRUSH SPIDER-MAN!
CRUSH SPIDER-MAN!
CRUSH SPIDER-MAN!
CRUSH SPIDER-MAN!
9.

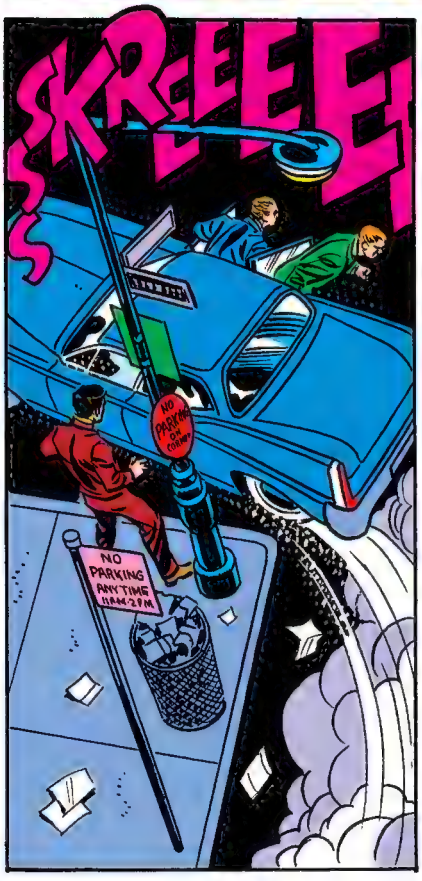

THEN, AS DARKNESS SHROUDS THE FEARFUL CITY---
IT'S LIKE A GHOST TOWN DOWN THERE, THANKS TO BULLITT AND JAMESON!
THEY'VE MADE PEOPLE TOO SCARED TO LEAVE THEIR APARTMENTS!
AND I'M THE ONE THEY'RE SCARED OF!
OVERNIGHT, TWO UNTHINKING RABBLE-ROUSERS HAVE CREATED A CITY OF FEAR!
NCE
BUT-- WHAT IF THEY'RE NOT UNTHINKING?
WHAT IF--- THEY'RE RIGHT?
MAYBE I AM A MENACE!
MAYBE I DO BRING TRAGEDY--TO EVERYONE WHO CROSSES MY PATH!
LOOK WHAT I'VE JUST DONE--TO THE GIRL I LOVE!
10.

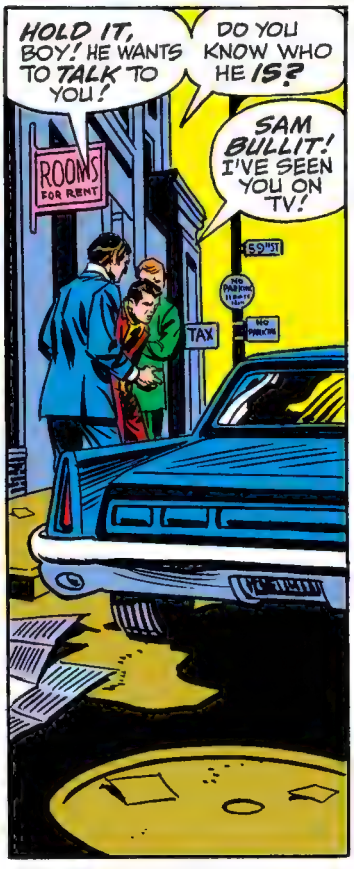

WOW! LOOK AT THAT!
EVEN THE COPS ARE WALKING THEIR BEATS IN PAIRS NOW!
BANK
A LOT OF GOOD THAT WOULD DO THEM--- IF I WAS REALLY AS BAD AS THEY THINK!
OR-- HAVE I SPENT A LIFETIME KIDDING MYSELF?
HOW DO I KNOW I'M NOT THAT BAD?
THE LAW IS HUNTING FOR ME!
THE WHOLE CITY FEARS ME!
AND EVEN GWEN HATES ME!
WHAT DOES IT TAKE TO SHOW ME WHERE IT'S AT?
--TO SHOW ME -- SPIDER-MAN'S HAD IT!
ALL OF A SUDDEN--- IT'S LIKE MY WHOLE WORLD IS BUSTING UP ALL AROUND ME!
AND I FEEL AS HELPLESS AS A BYSTANDER -- WATCHING A SUMMER STORM BREAK OVER HIM!
THERE HE IS! HE'S THE ONE WE WANT!
KEEP TAILING HIM TILL HE REACHES THE CORNER!
11.

PARKING
HOW CAN YOU BE SURE HE CAN HELP US, BOSS?
EASY! HE'S SNAPPED MORE NEWS PICTURES OF THE WALL-CRAWLER THAN ANYONE!
HE'S GOTTA KNOW A LOT MORE ABOUT HIM THAN HE'S BEEN TELLIN'!

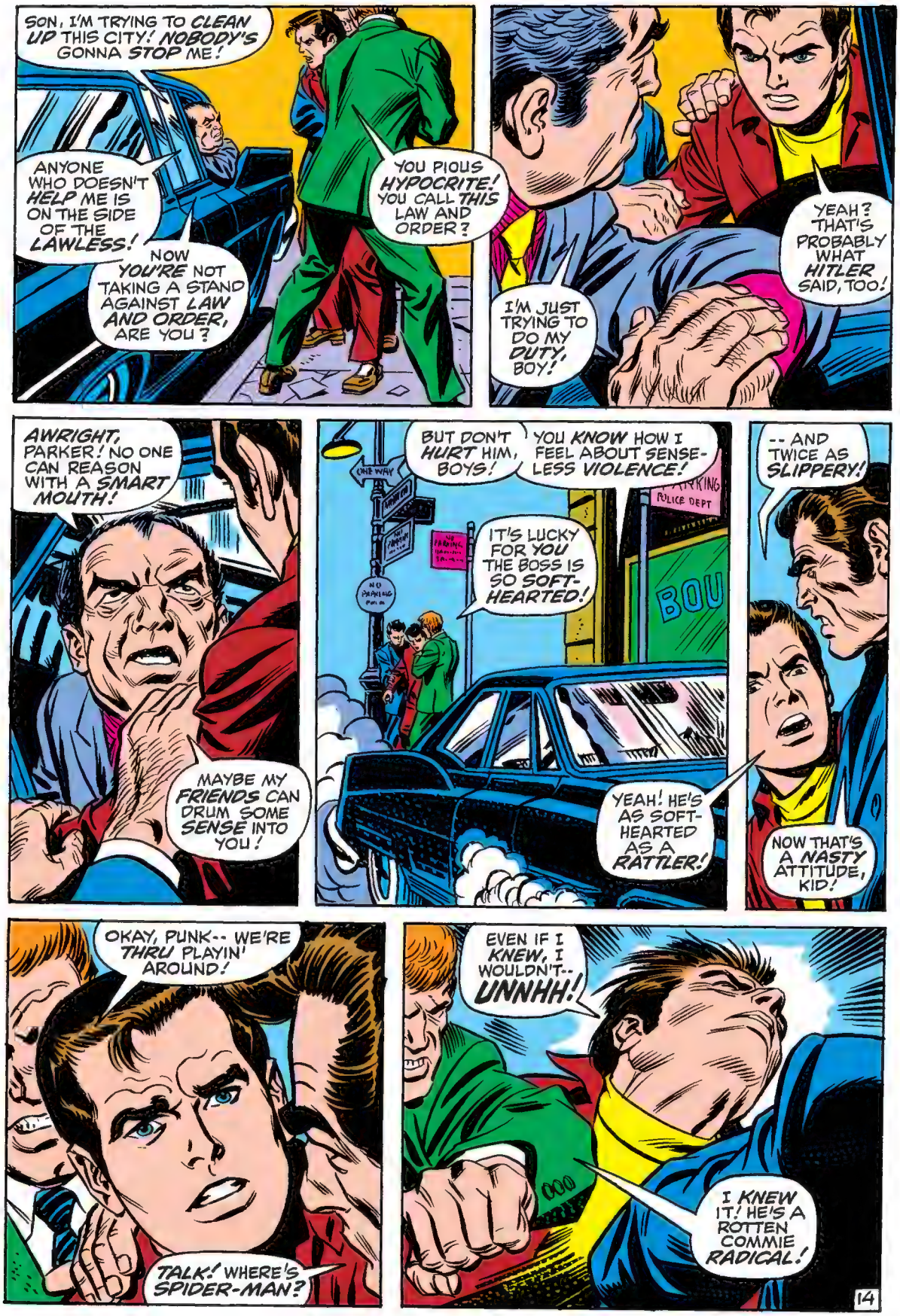

MY SPIDEY-SENSE IS BEGINNING TO TINGLE! SOMEONE'S FOLLOWING ME!
WELL, MORE POWER TO 'EM! WHAT DO I CARE?

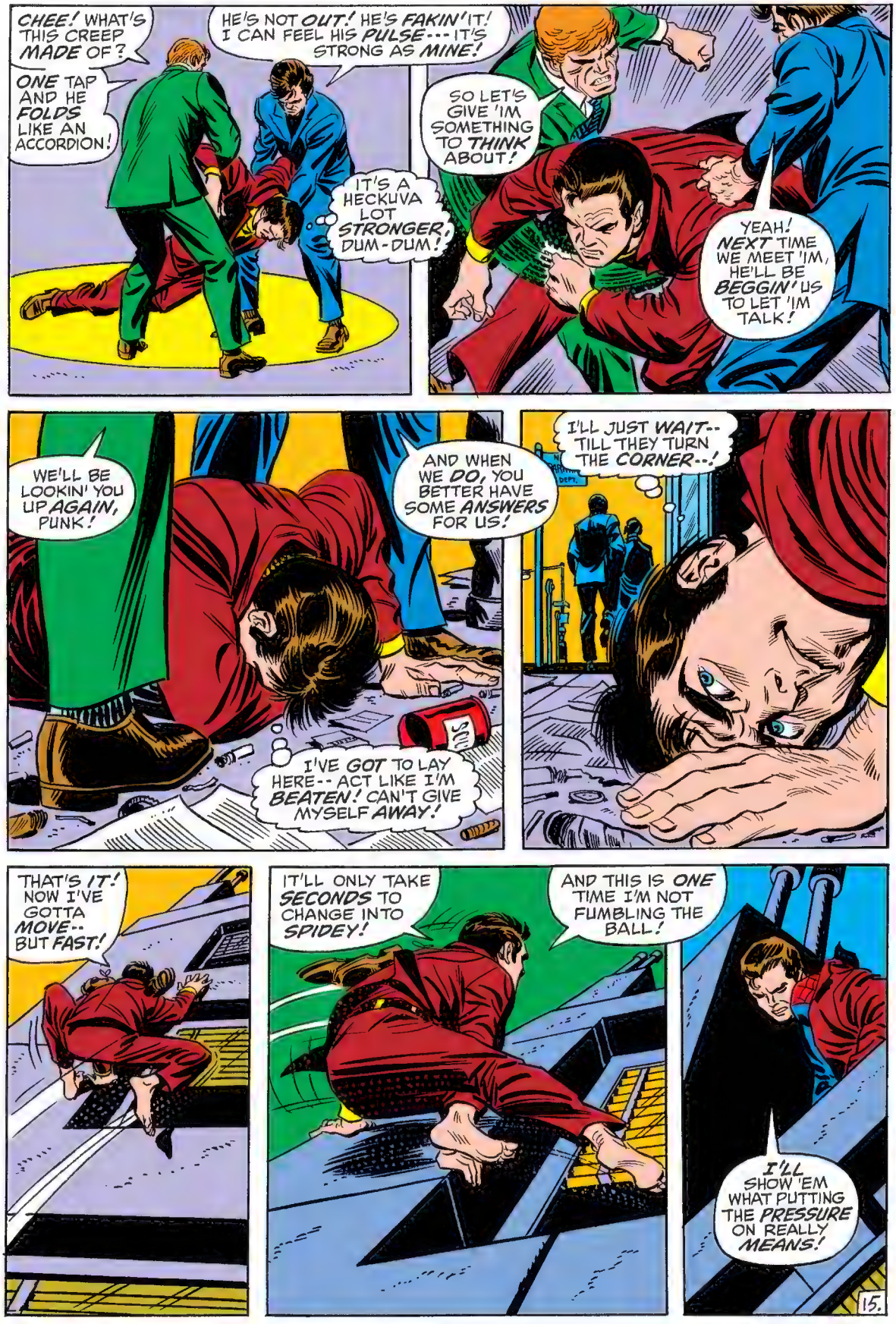

OKAY! HE'S GONE FAR ENOUGH!
LET'S TAKE 'IM NOW!
THIS'LL BE A CINCH!
12

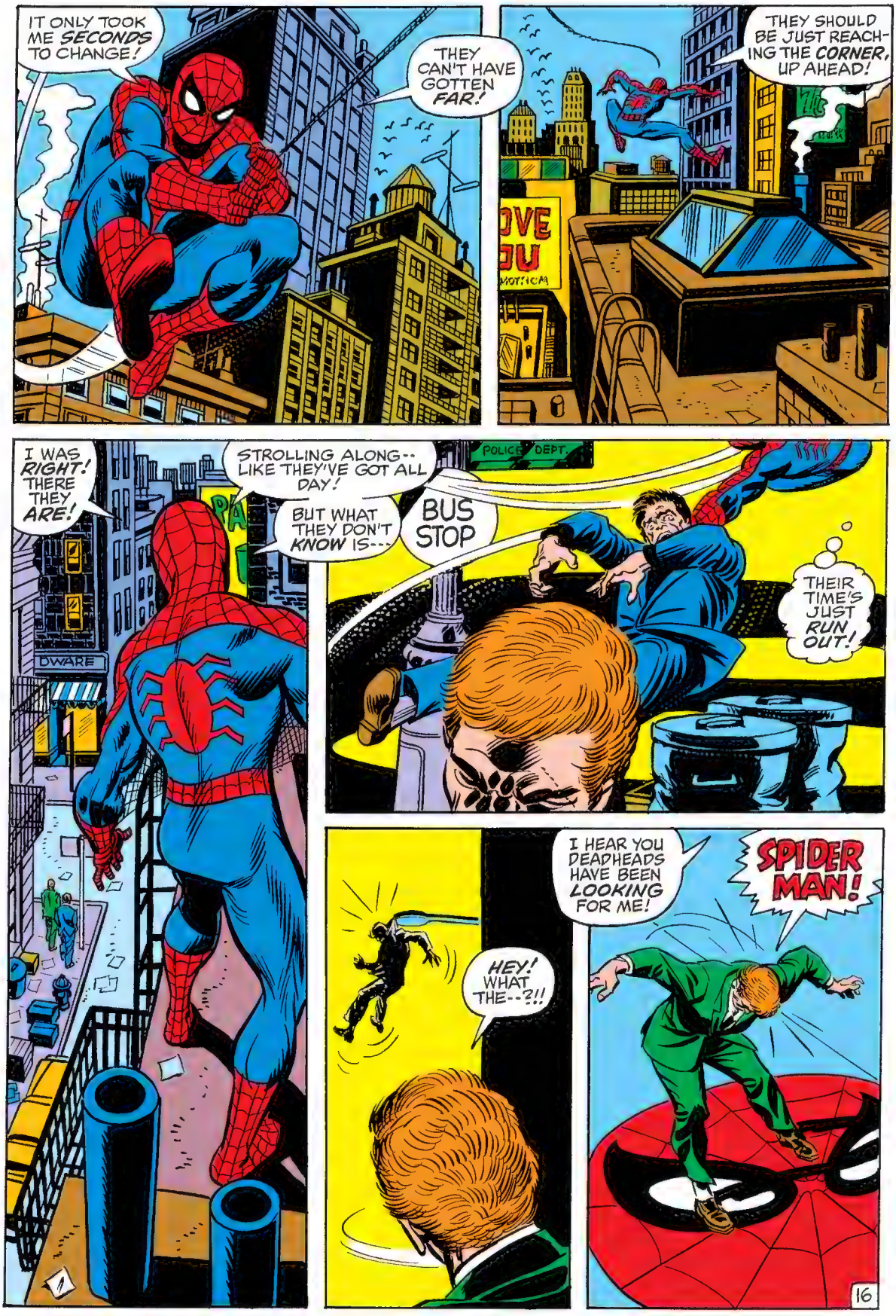

SKREEE
NO PARKING ANY TIME 11AM-2PM
NO PARKING ON CORNER

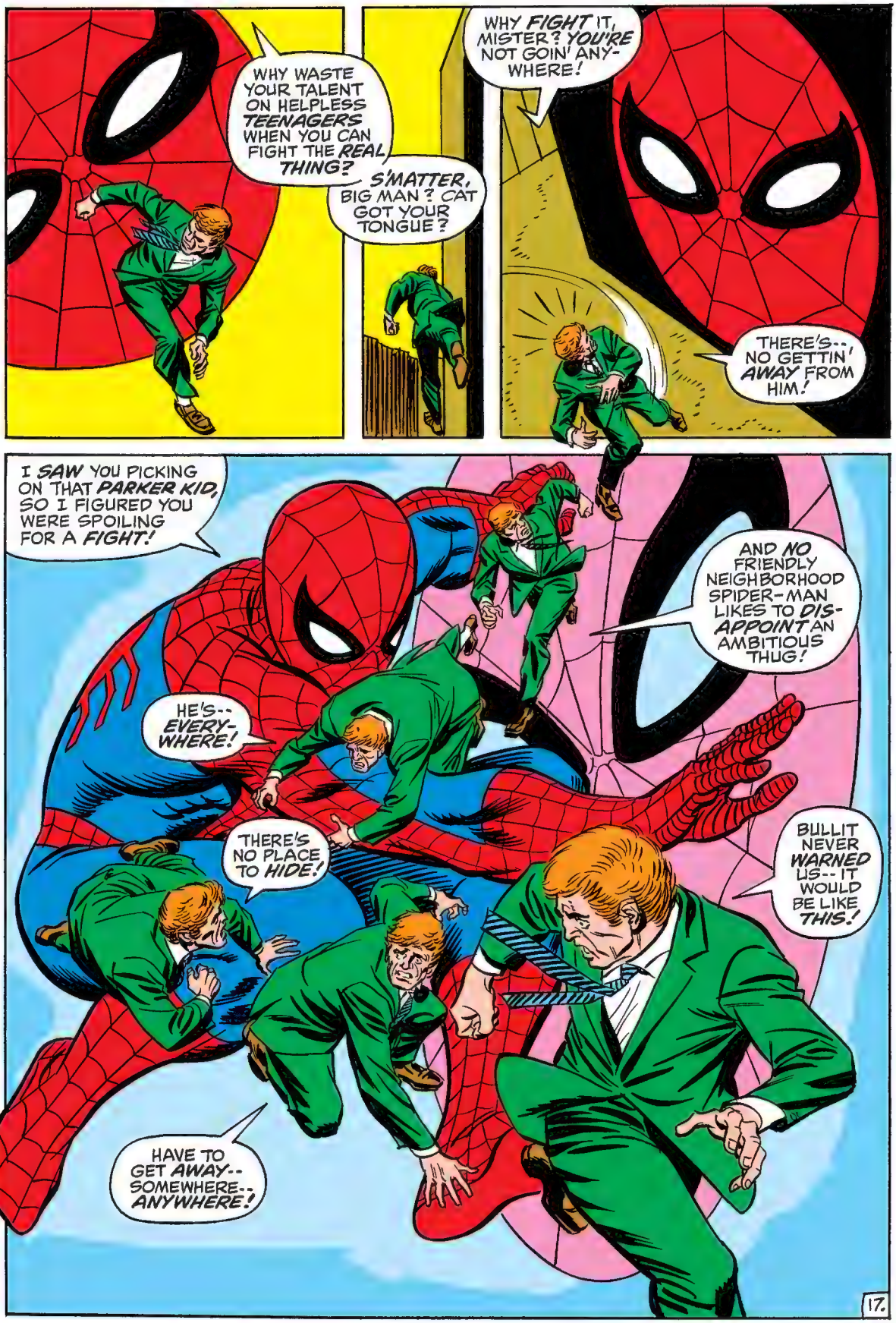

HOLD IT, BOY! HE WANTS TO TALK TO YOU!
DO YOU KNOW WHO HE IS?
SAM BULLIT! I'VE SEEN YOU ON TV!
ROOMS FOR RENT
59 1/2 ST
NO PARKING
TAX

OKAY! THEN YOU KNOW I DON'T MINCE WORDS!
I'M OUT TO GET SPIDER-MAN-- AND YOU CAN HELP ME! SO START TALKING!
ALL I CAN DO IS WISH YOU LUCK! I'M NOT HIS KEEPER!
13

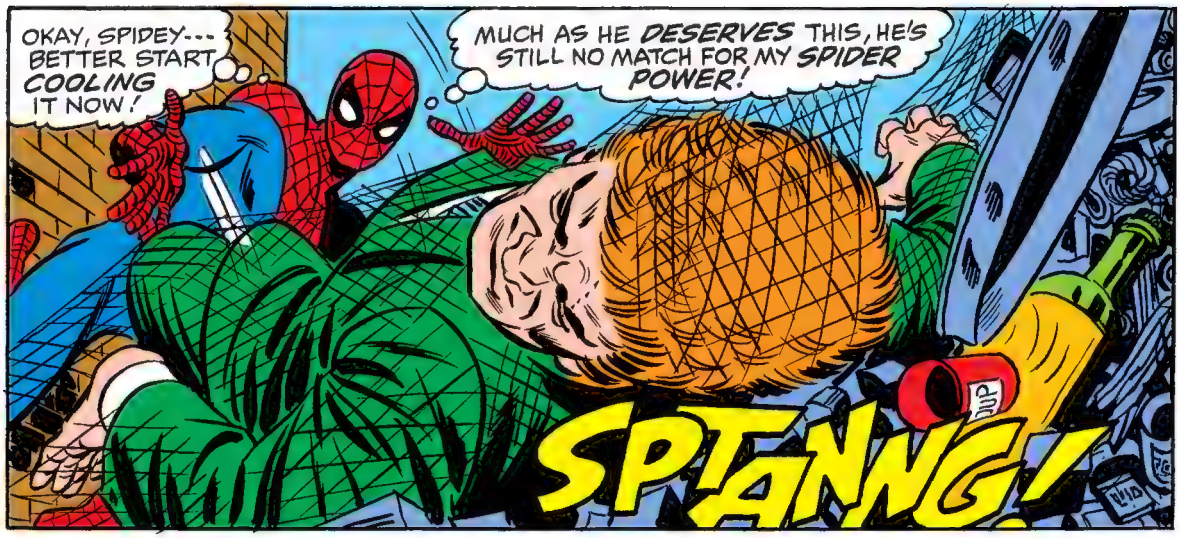

SON, I'M TRYING TO CLEAN UP THIS CITY! NOBODY'S GONNA STOP ME!
ANYONE WHO DOESN'T HELP ME IS ON THE SIDE OF THE LAWLESS!
NOW YOU'RE NOT TAKING A STAND AGAINST LAW AND ORDER, ARE YOU?
YOU PIOUS HYPOCRITE! YOU CALL THIS LAW AND ORDER?
I'M JUST TRYING TO DO MY DUTY, BOY!
YEAH? THAT'S PROBABLY WHAT HITLER SAID, TOO!
AWRIGHT, PARKER! NO ONE CAN REASON WITH A SMART MOUTH!
MAYBE MY FRIENDS CAN DRUM SOME SENSE INTO YOU!
BUT DON'T HURT HIM, BOYS!
YOU KNOW HOW I FEEL ABOUT SENSELESS VIOLENCE!
IT'S LUCKY FOR YOU THE BOSS IS SO SOFT-HEARTED!
YEAH! HE'S AS SOFT-HEARTED AS A RATTLER!
-- AND TWICE AS SLIPPERY!
NOW THAT'S A NASTY ATTITUDE, KID!
OKAY, PUNK-- WE'RE THRU PLAYIN' AROUND!
TALK! WHERE'S SPIDER-MAN?
EVEN IF I KNEW, I WOULDN'T-- UNNHH!
I KNEW IT! HE'S A ROTTEN COMMIE RADICAL!

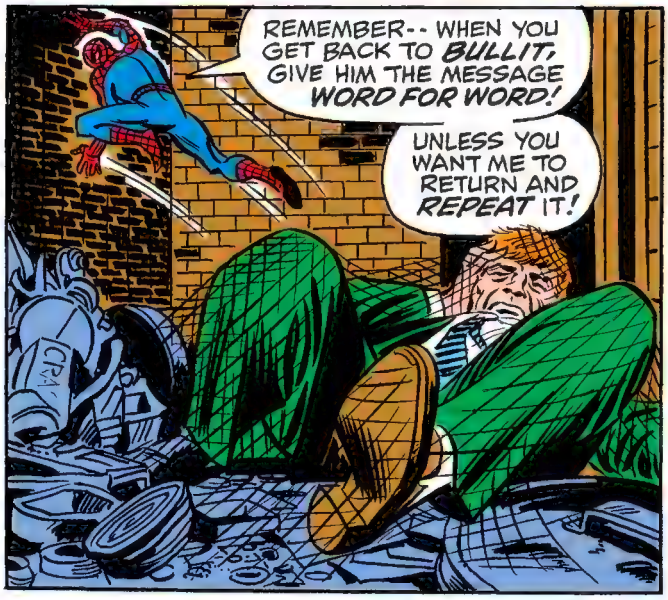

CHEE! WHAT'S THIS CREEP MADE OF?
ONE TAP AND HE FOLDS LIKE AN ACCORDION!
HE'S NOT OUT! HE'S FAKIN' IT! I CAN FEEL HIS PULSE--- IT'S STRONG AS MINE!
IT'S A HECKUVA LOT STRONGER, DUM-DUM!
SO LET'S GIVE 'IM SOMETHING TO THINK ABOUT!
YEAH! NEXT TIME WE MEET 'IM, HE'LL BE BEGGIN' US TO LET 'IM TALK!
WE'LL BE LOOKIN' YOU UP AGAIN, PUNK!
AND WHEN WE DO, YOU BETTER HAVE SOME ANSWERS FOR US!
I'VE GOT TO LAY HERE-- ACT LIKE I'M BEATEN! CAN'T GIVE MYSELF AWAY!
I'LL JUST WAIT-- TILL THEY TURN THE CORNER--!
THAT'S IT! NOW I'VE GOTTA MOVE-- BUT FAST!
IT'LL ONLY TAKE SECONDS TO CHANGE INTO SPIDEY!
AND THIS IS ONE TIME I'M NOT FUMBLING THE BALL!
I'LL SHOW 'EM WHAT PUTTING THE PRESSURE ON REALLY MEANS!
15.

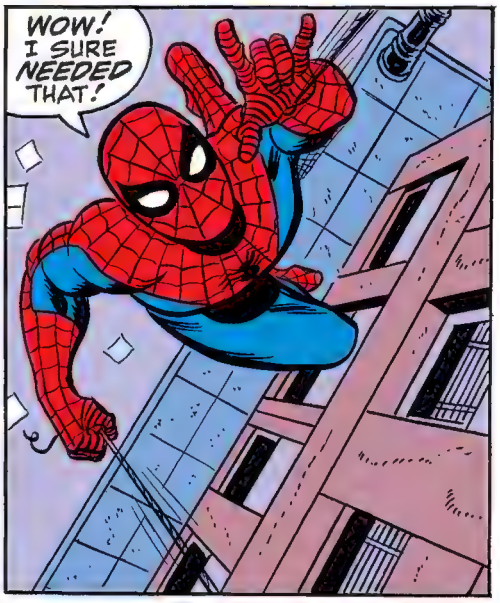

IT ONLY TOOK ME SECONDS TO CHANGE!
THEY CAN'T HAVE GOTTEN FAR!
THEY SHOULD BE JUST REACHING THE CORNER, UP AHEAD!
I WAS RIGHT! THERE THEY ARE!
STROLLING ALONG-- LIKE THEY'VE GOT ALL DAY!
BUT WHAT THEY DON'T KNOW IS---
BUS STOP
POLICE DEPT.
THEIR TIME'S JUST RUN OUT!
HEY! WHAT THE--?!!
I HEAR YOU DEADHEADS HAVE BEEN LOOKING FOR ME!
SPIDER MAN!


WHY WASTE YOUR TALENT ON HELPLESS TEENAGERS WHEN YOU CAN FIGHT THE REAL THING?
S'MATTER, BIG MAN? CAT GOT YOUR TONGUE?
WHY FIGHT IT, MISTER? YOU'RE NOT GOIN' ANY-WHERE!
THERE'S-- NO GETTIN' AWAY FROM HIM!
I SAW YOU PICKING ON THAT PARKER KID, SO I FIGURED YOU WERE SPOILING FOR A FIGHT!
AND NO FRIENDLY NEIGHBORHOOD SPIDER-MAN LIKES TO DIS-APPOINT AN AMBITIOUS THUG!
HE'S-- EVERY-WHERE!
THERE'S NO PLACE TO HIDE!
BULLIT NEVER WARNED US-- IT WOULD BE LIKE THIS!
HAVE TO GET AWAY-- SOMEWHERE-- ANYWHERE!

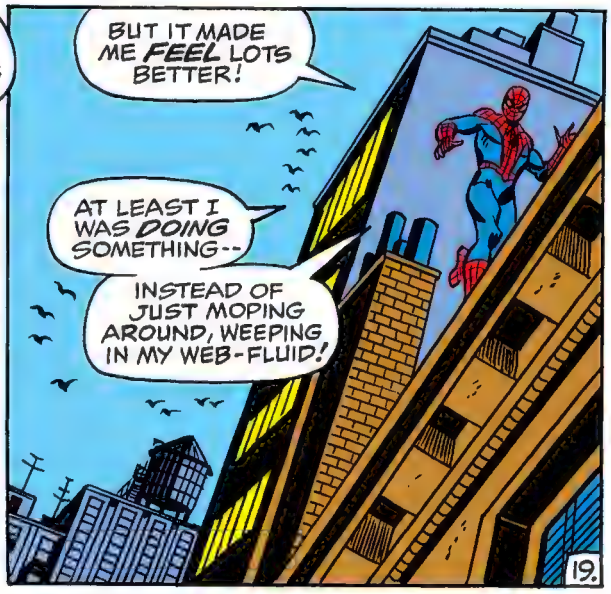
I--I MADE IT! I LOST 'IM!
I WOULDN'T BET ON IT, BRIGHT BOY!
I SEE YOU NOW! BUT-- YOU'RE UNARMED!
NO MATTER HOW GOOD YOU ARE--
--A .45 CAN STOP YOU!
ONLY IF YOU GET A CHANCE TO USE IT, MAN!
NO!
ZIK!
NOW, I'VE A LITTLE MESSAGE FOR YOU TO GIVE BROTHER BULLIT!
AND I WANNA MAKE SURE YOU GET IT STRAIGHT--
SO I'LL PUNCTUATE IT NICE AND CAREFUL FOR YOU!
THOP!
WAP!
ZAK!

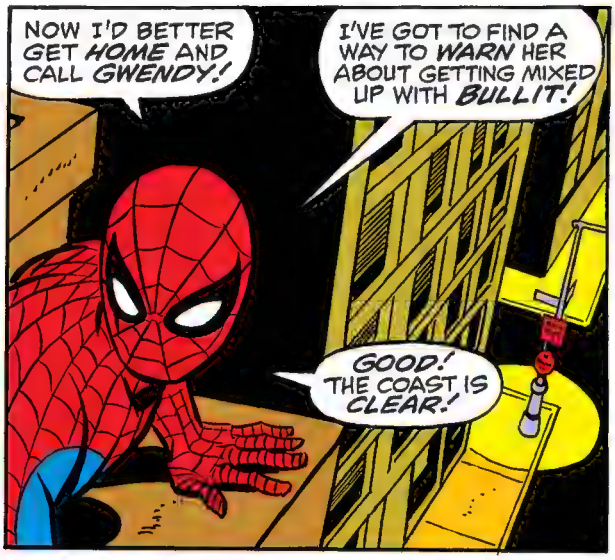

OKAY, SPIDEY--- BETTER START COOLING IT NOW!
MUCH AS HE DESERVES THIS, HE'S STILL NO MATCH FOR MY SPIDER POWER!
SPTANNG!

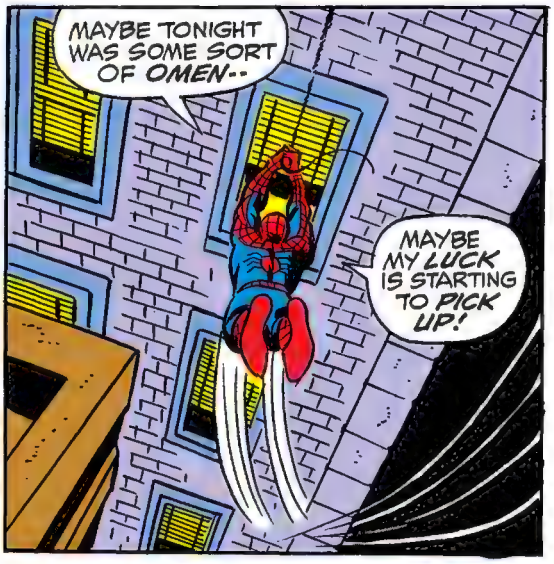

REMEMBER-- WHEN YOU GET BACK TO BULLIT, GIVE HIM THE MESSAGE WORD FOR WORD!
UNLESS YOU WANT ME TO RETURN AND REPEAT IT!

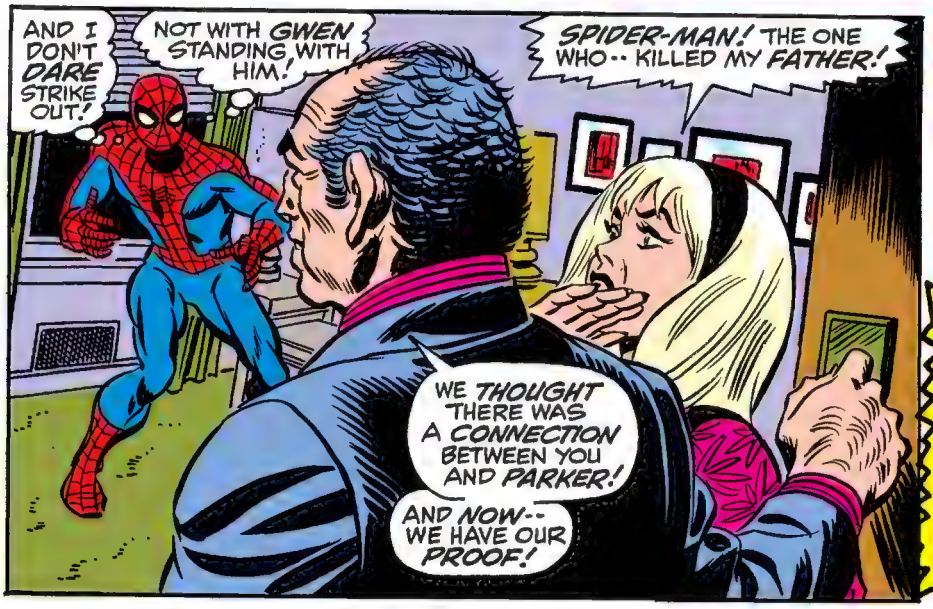

WOW! I SURE NEEDED THAT!

I'LL ADMIT IT REALLY DIDN'T SOLVE ANYTHING FOR ME---


BUT IT MADE ME FEEL LOTS BETTER!
AT LEAST I WAS DOING SOMETHING--
INSTEAD OF JUST MOPING AROUND, WEEPING IN MY WEB-FLUID!


NOW I'D BETTER GET HOME AND CALL GWENDY!
I'VE GOT TO FIND A WAY TO WARN HER ABOUT GETTING MIXED UP WITH BULLIT!
GOOD! THE COAST IS CLEAR!




AND I DON'T DARE STRIKE OUT!
NOT WITH GWEN STANDING WITH HIM!
SPIDER-MAN! THE ONE WHO-- KILLED MY FATHER!
WE THOUGHT THERE WAS A CONNECTION BETWEEN YOU AND PARKER!
AND NOW-- WE HAVE OUR PROOF!

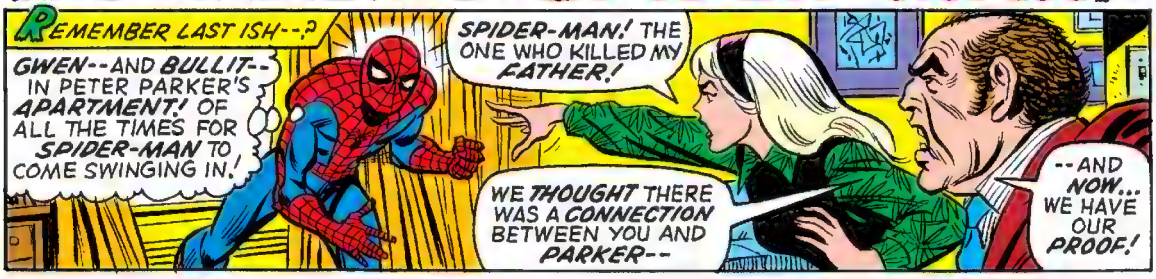
NEXT:

MORE OF THE SAME PLUS:

THE ATTACK OF ICEMAN!

SPIDER-MAN
15¢
92
JAN
MARVEL COMICS GROUP
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
WHEN ICEMAN ATTACKS!
THIS TIME YOU'RE FACING A PRO, WEBHEAD!
NOT NOW! I CAN'T FIGHT HIM NOW!

THE AMAZING SPIDER-MAN!™


REMEMBER LAST ISH--?
GWEN--AND BULLIT--IN PETER PARKER'S APARTMENT! OF ALL THE TIMES FOR SPIDER-MAN TO COME SWINGING IN!
SPIDER-MAN! THE ONE WHO KILLED MY FATHER!
WE THOUGHT THERE WAS A CONNECTION BETWEEN YOU AND PARKER--
--AND NOW... WE HAVE OUR PROOF!

IF YOU'VE BEEN WONDERING WHAT HAPPENS NEXT--HERE'S WHERE WE ALL FIND OUT TOGETHER! SO, FASTEN YOUR SEAT BELT, CULTURE-LOVER, AND GET READY FOR THE FIREWORKS--

WHEN ICEMAN ATTACKS

I'VE GOT TO DO SOMETHING DRASTIC--

--TO MAKE SURE THEY NEVER SUSPECT THAT PETER PARKER IS SPIDER-MAN!

I HATE TO DO THIS TO GWEN--BUT IT'S THE ONLY WAY!

YOU'LL NEVER TRY TO TRAP ME AGAIN!

YOU WON'T GET AWAY, WALL-CRAWLER!

THERE'S NO PLACE YOU CAN HIDE, HEAR?

LOOK! UP ABOVE--AT THAT WINDOW--IT'S SPIDER-MAN! HE'S LEAPING OUT WITH A GIRL IN HIS ARMS!

STORY BY: STAN LEE
ART BY: GIL KANE & JOHN ROMITA
LETTERED BY: ARTIE SIMEK

471 Z

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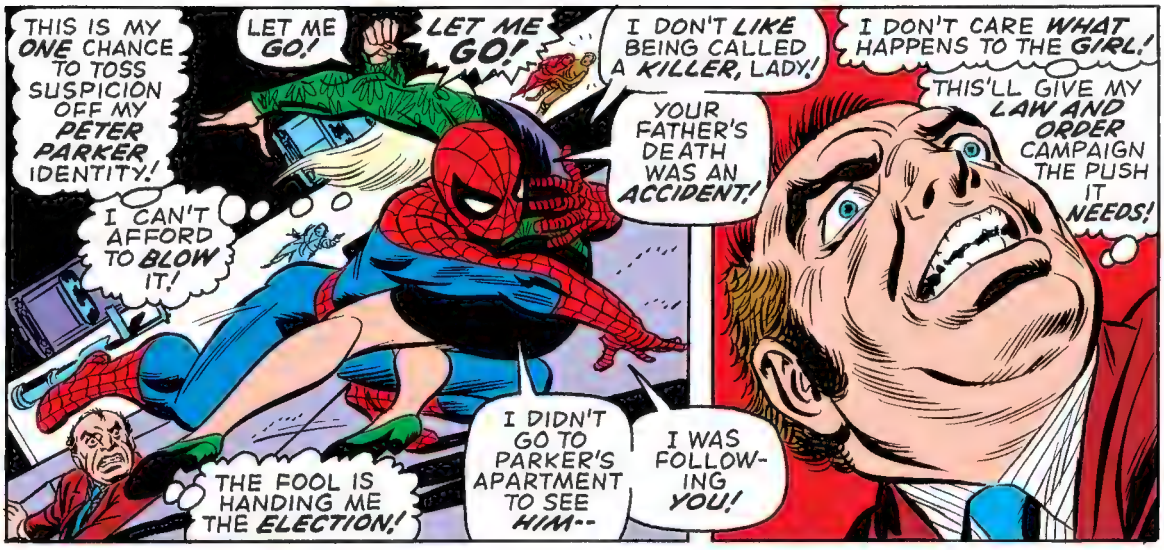
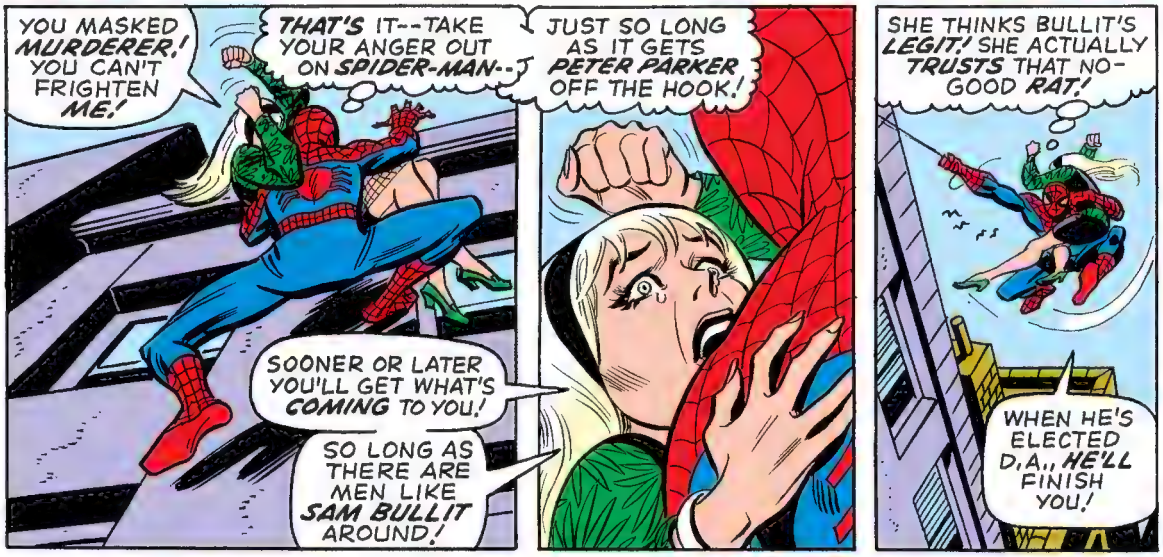
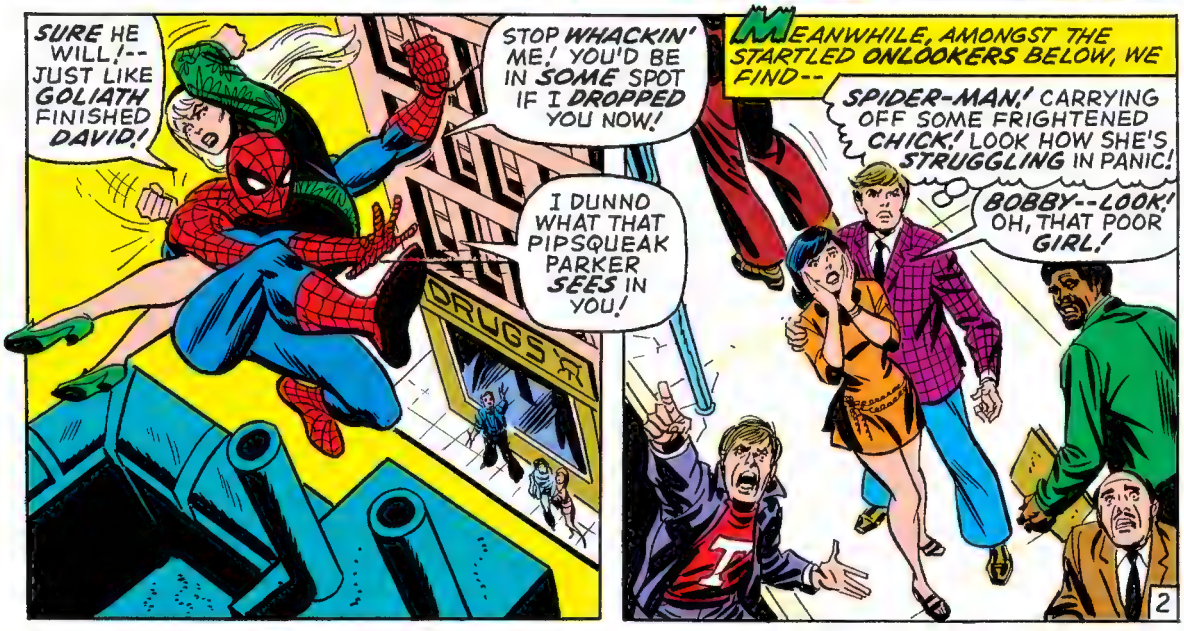
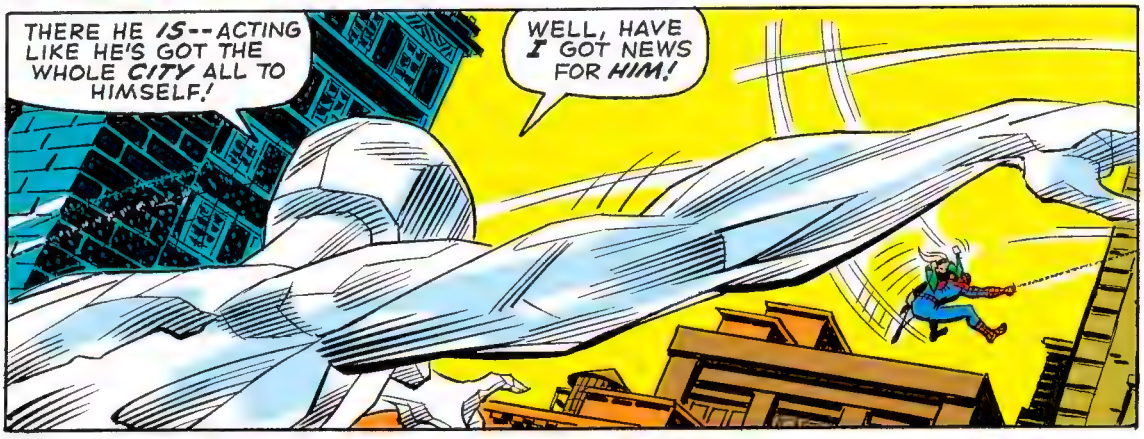

THIS IS MY ONE CHANCE TO TOSS SUSPICION OFF MY PETER PARKER IDENTITY!
LET ME GO!
LET ME GO!
I DON'T LIKE BEING CALLED A KILLER, LADY!
I DON'T CARE WHAT HAPPENS TO THE GIRL!
THIS'LL GIVE MY LAW AND ORDER CAMPAIGN THE PUSH IT NEEDS!
YOUR FATHER'S DEATH WAS AN ACCIDENT!
I CAN'T AFFORD TO BLOW IT!
I DIDN'T GO TO PARKER'S APARTMENT TO SEE HIM--
I WAS FOLLOW-ING YOU!
THE FOOL IS HANDING ME THE ELECTION!

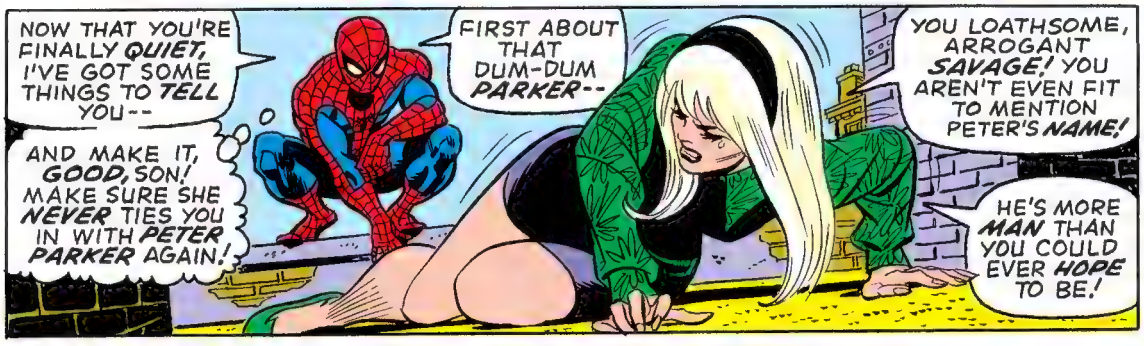

YOU MASKED MURDERER! YOU CAN'T FRIGHTEN ME!
THAT'S IT--TAKE YOUR ANGER OUT ON SPIDER-MAN--
JUST SO LONG AS IT GETS PETER PARKER OFF THE HOOK!
SOONER OR LATER YOU'LL GET WHAT'S COMING TO YOU!
SO LONG AS THERE ARE MEN LIKE SAM BULLIT AROUND!
SHE THINKS BULLIT'S LEGIT! SHE ACTUALLY TRUSTS THAT NO-GOOD RAT!
WHEN HE'S ELECTED D.A., HE'LL FINISH YOU!

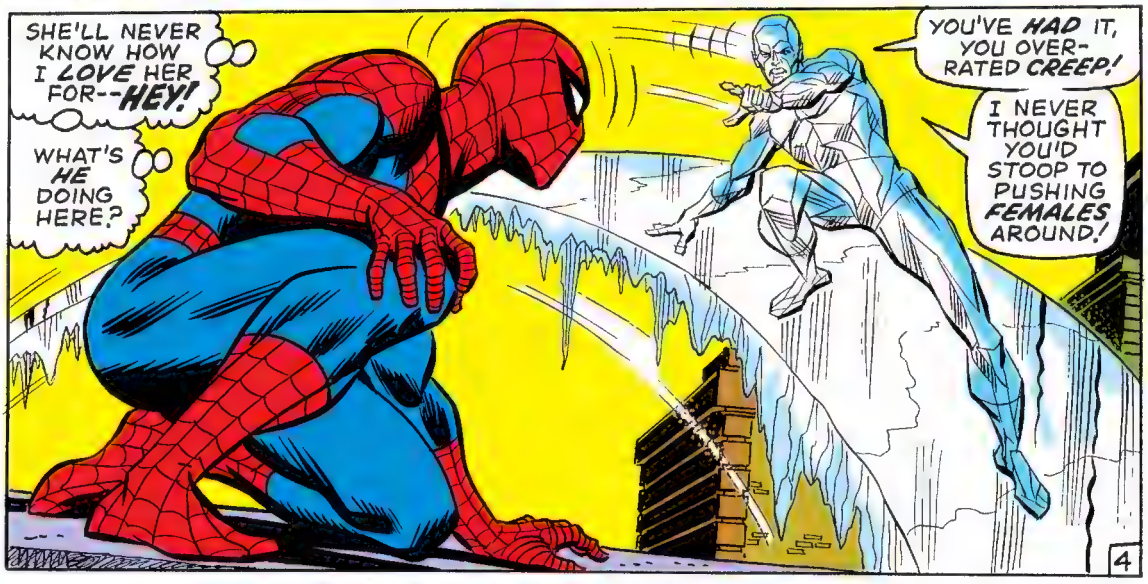

SURE HE WILL!-- JUST LIKE GOLIATH FINISHED DAVID!
STOP WHACKIN' ME! YOU'D BE IN SOME SPOT IF I DROPPED YOU NOW!
I DUNNO WHAT THAT PIPSQUEAK PARKER SEES IN YOU!
DRUGS
MEANWHILE, AMONGST THE STARTLED ONLOOKERS BELOW, WE FIND--
SPIDER-MAN! CARRYING OFF SOME FRIGHTENED CHICK! LOOK HOW SHE'S STRUGGLING IN PANIC!
BOBBY--LOOK! OH, THAT POOR GIRL!
2

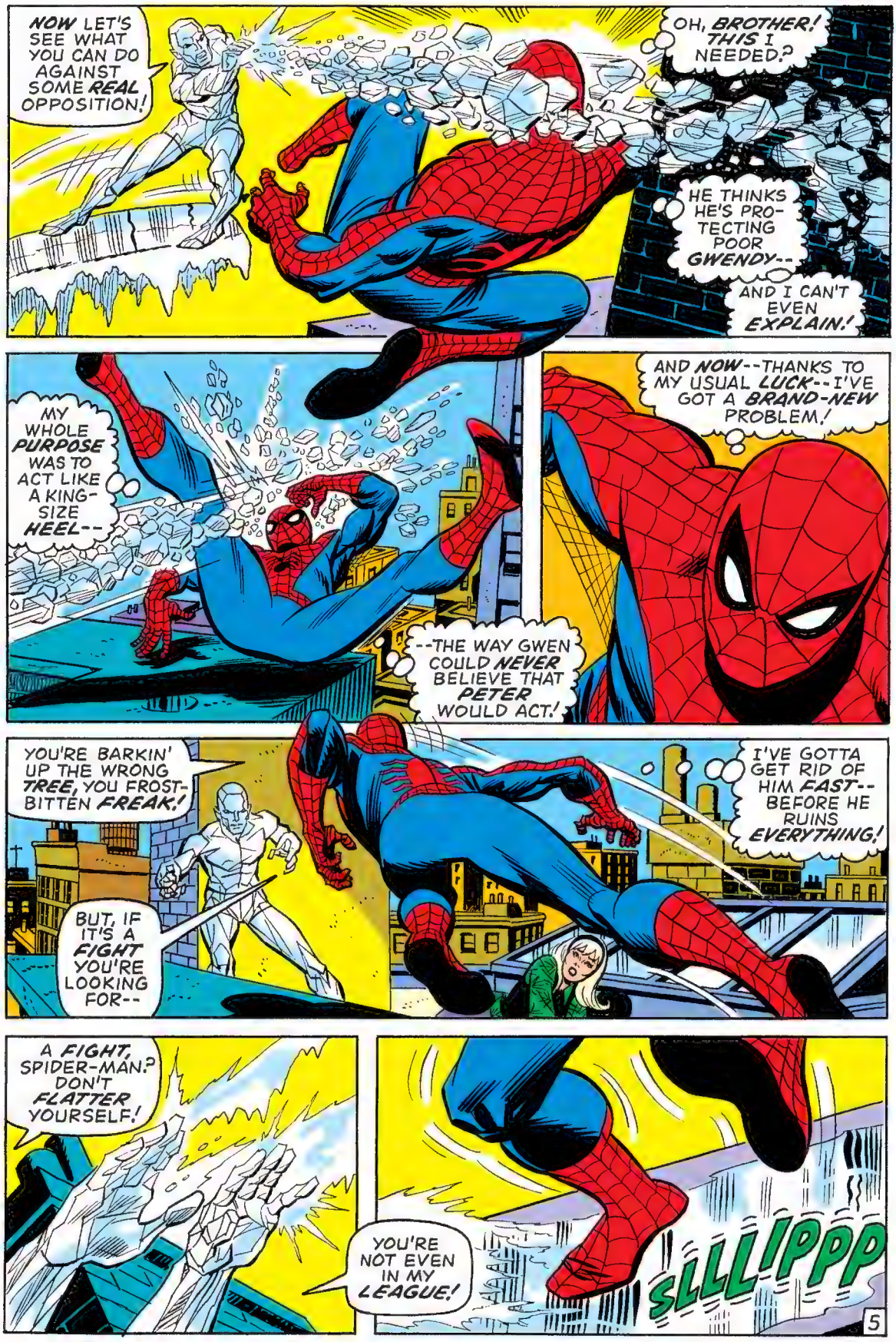
WHY DOESN'T SOMEBODY DO SOMETHING?
AGAINST SPIDER-MAN? BITE YOUR TONGUE, BABY!
SHE'S RIGHT! BUT I HAVE TO GET RID OF HER FIRST!
IT'S GETTING LATE, HONEY! I'LL CALL A CAB FOR YOU!
LATE? BUT--!
A GUY NEEDS HIS BEAUTY SLEEP!
TAXI!
I HATED TO DO THAT!
--SPECIALLY AFTER IT TOOK ME WEEKS TO FINALLY GET A DATE WITH HER!
PARK FROM 7AM TO SUNSET
BUT THIS IS MORE IMPORTANT!
I'VE BEEN OUT OF ACTION WITH THE X-MEN LONG ENOUGH, ANYWAY!*
BUT THIS TIME, I'LL HAVETA GO IT ALONE!
IT'LL ONLY TAKE SECONDS TO START FREEZING UP!
*X-MEN: A SECRET GROUP OF MUTANTS, EACH WITH A STRANGE, SUPERHUMAN POWER --AS IF YOU DIDN'T KNOW! --STAN.
OKAY, WEB-HEAD! YOU'RE A BIG MAN WITH A HELPLESS FEMALE--
BUT LET'S SEE HOW YOU DO AGAINST-- ICEMAN!!
A QUICK-FREEZE ICE BRIDGE WILL BE THE FASTEST WAY TO REACH HIM!
AND THEN-- IT'LL BE EVERY MAN FOR HIMSELF!
3

I'D BETTER MOVE FASTER!
THAT GUY'S NO SLOWPOKE HIMSELF!
NO PARKING PERMITTED THIS SIDE OF STREE
MAN! IT FEELS GREAT TO BE BACK IN ACTION AGAIN!

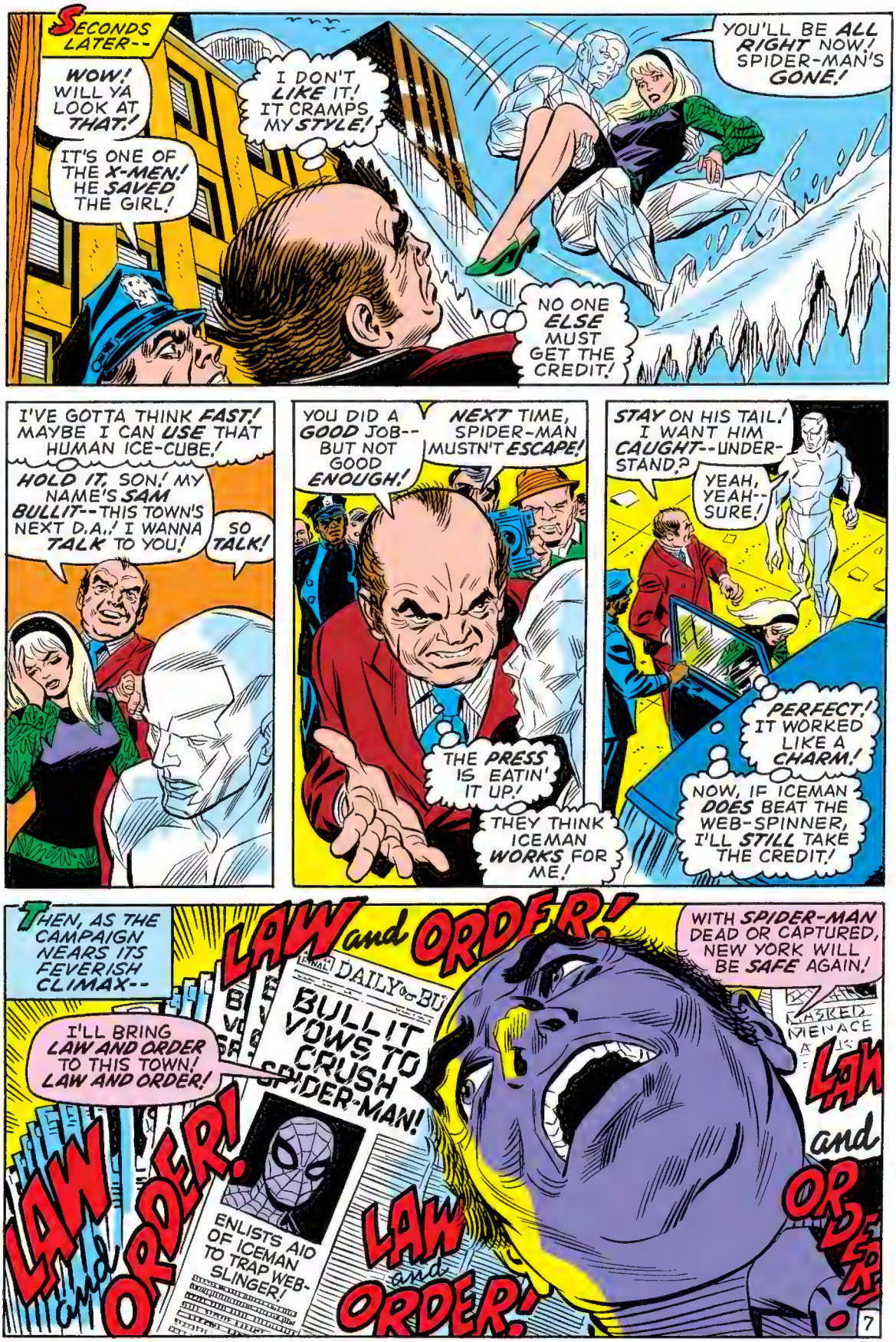

THERE HE IS--ACTING LIKE HE'S GOT THE WHOLE CITY ALL TO HIMSELF!
WELL, HAVE I GOT NEWS FOR HIM!

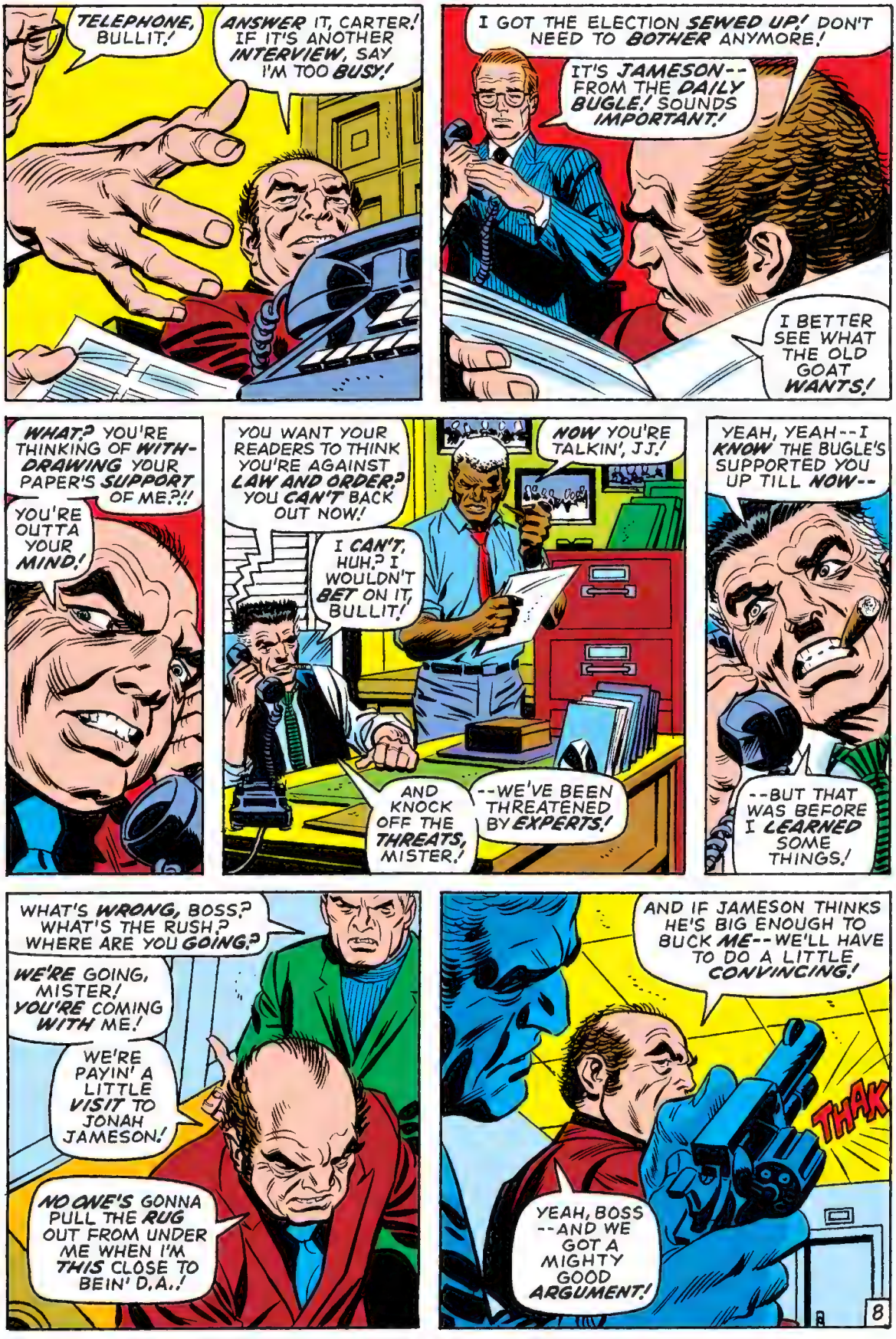

NOW THAT YOU'RE FINALLY QUIET, I'VE GOT SOME THINGS TO TELL YOU--
AND MAKE IT, GOOD, SON! MAKE SURE SHE NEVER TIES YOU IN WITH PETER PARKER AGAIN!
FIRST ABOUT THAT DUM-DUM PARKER--
YOU LOATHSOME, ARROGANT SAVAGE! YOU AREN'T EVEN FIT TO MENTION PETER'S NAME!
HE'S MORE MAN THAN YOU COULD EVER HOPE TO BE!

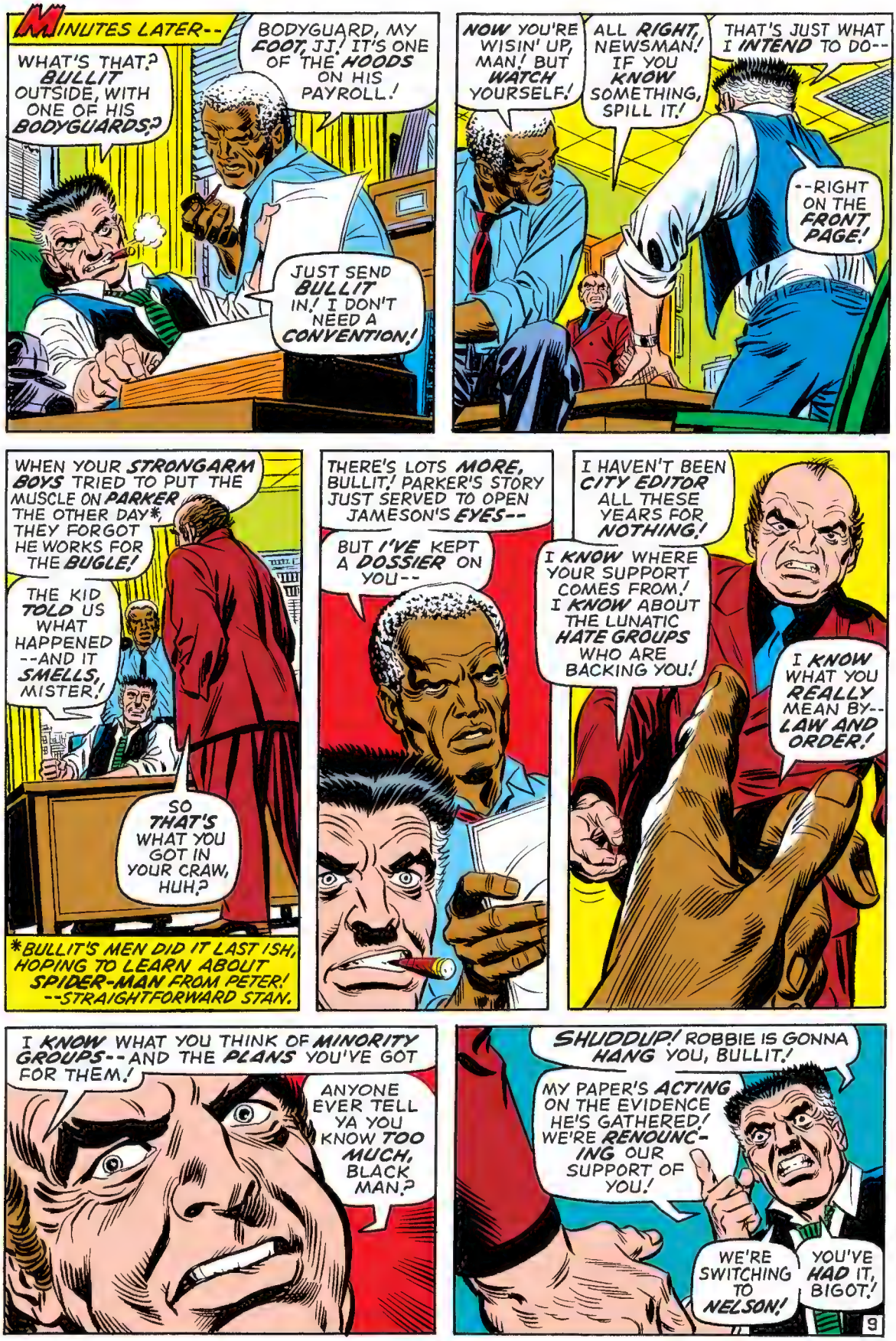

SHE'LL NEVER KNOW HOW I LOVE HER FOR--HEY!
WHAT'S HE DOING HERE?
YOU'VE HAD IT, YOU OVER-RATED CREEP!
I NEVER THOUGHT YOU'D STOOP TO PUSHING FEMALES AROUND!


NOW LET'S SEE WHAT YOU CAN DO AGAINST SOME REAL OPPOSITION!
OH, BROTHER! THIS I NEEDED?
HE THINKS HE'S PROTECTING POOR GWENDY--
AND I CAN'T EVEN EXPLAIN!
MY WHOLE PURPOSE WAS TO ACT LIKE A KING-SIZE HEEL--
AND NOW--THANKS TO MY USUAL LUCK--I'VE GOT A BRAND-NEW PROBLEM!
--THE WAY GWEN COULD NEVER BELIEVE THAT PETER WOULD ACT!
YOU'RE BARKIN' UP THE WRONG TREE, YOU FROST-BITTEN FREAK!
I'VE GOTTA GET RID OF HIM FAST--BEFORE HE RUINS EVERYTHING!
BUT, IF IT'S A FIGHT YOU'RE LOOKING FOR--
A FIGHT, SPIDER-MAN? DON'T FLATTER YOURSELF!
YOU'RE NOT EVEN IN MY LEAGUE!
SLLLIPPP

I CAN HANDLE A DOZEN LIKE YOU-- WITHOUT CATCHING MY BREATH!
DO YOU NEED A SPECIAL PASSPORT--FOR THAT EGO TRIP OF YOURS?
BE CAREFUL, ICEMAN! DON'T LET HIS FLIPPANCY DISARM YOU!
HE'S KILLED BEFORE-- AND HE MIGHT DO IT AGAIN!
RRREEEEEE
THERE HE IS-- UP ON THE ROOF!
--JUST LIKE I TOLD YOU!
WE'LL GET 'IM, MR. BULLIT!
POLICE! STARTING TO THROW A CORDON AROUND THE BLOCK!
EEEEE
IF I DON'T TAKE OFF NOW-- I'LL BE TRAPPED UP HERE!
S'MATTER, WALL-CRAWLER? WERE YOU HAPPIER FIGHTING A HELPLESS GIRL?
WHEN THE PEOPLE SEE HOW I'VE HOUNDED SPIDER-MAN-- HOW I'VE KEPT HIM ON THE RUN--
--I'LL HAVE THE ELECTION FOR D.A. ALL SEWN-UP! IT'LL BE A LANDSLIDE!
AND IF HE'S CAPTURED --OR KILLED--
--SAM BULLIT WILL BE ON HAND TO TAKE THE CREDIT FOR IT!
CAN'T WAIT ANY LONGER!
HAVE TO CUT OUT-- WHILE I CAN!
I JUST HOPE-- MY STORY WAS CONVINCING ENOUGH--FOR GWEN!
6

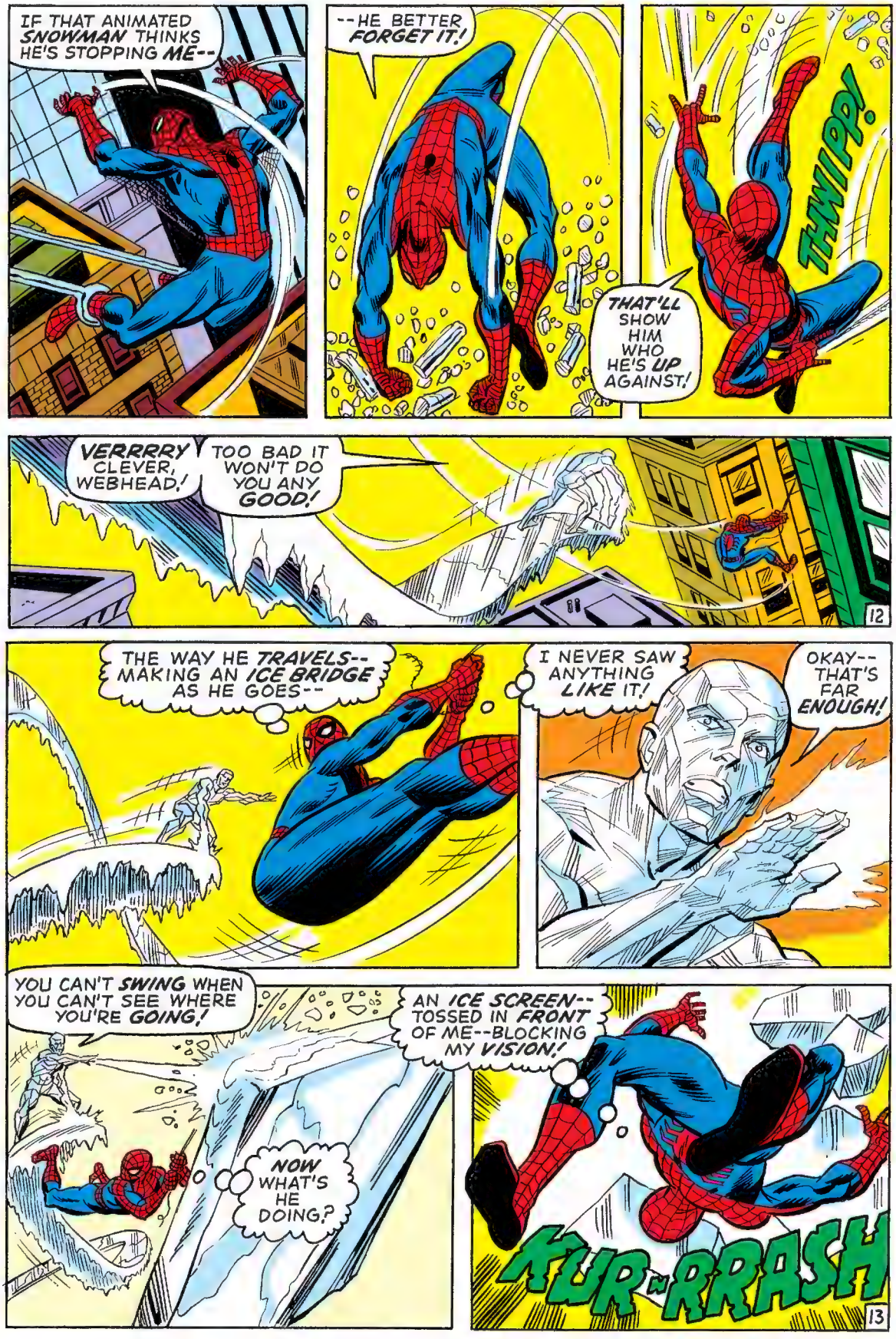

SECONDS LATER--
WOW! WILL YA LOOK AT THAT!
IT'S ONE OF THE X-MEN! HE SAVED THE GIRL!
I DON'T LIKE IT! IT CRAMPS MY STYLE!
YOU'LL BE ALL RIGHT NOW! SPIDER-MAN'S GONE!
NO ONE ELSE MUST GET THE CREDIT!
I'VE GOTTA THINK FAST! MAYBE I CAN USE THAT HUMAN ICE-CUBE!
HOLD IT, SON! MY NAME'S SAM BULLIT--THIS TOWN'S NEXT D.A.! I WANNA TALK TO YOU!
SO TALK!
YOU DID A GOOD JOB--BUT NOT GOOD ENOUGH!
NEXT TIME, SPIDER-MAN MUSTN'T ESCAPE!
THE PRESS IS EATIN' IT UP!
THEY THINK ICEMAN WORKS FOR ME!
STAY ON HIS TAIL! I WANT HIM CAUGHT--UNDERSTAND?
YEAH, YEAH--SURE!
PERFECT! IT WORKED LIKE A CHARM!
NOW, IF ICEMAN DOES BEAT THE WEB-SPINNER, I'LL STILL TAKE THE CREDIT!
THEN, AS THE CAMPAIGN NEARS ITS FEVERISH CLIMAX--
I'LL BRING LAW AND ORDER TO THIS TOWN! LAW AND ORDER!
LAW and ORDER!
FINAL DAILY BU
BULLIT VOWS TO CRUSH SPIDER-MAN!
ENLISTS AID OF ICEMAN TO TRAP WEB-SLINGER!
LAW and ORDER!
LAW and ORDER!
WITH SPIDER-MAN DEAD OR CAPTURED, NEW YORK WILL BE SAFE AGAIN!
MASKED MENACE
LAW and ORDER!
7

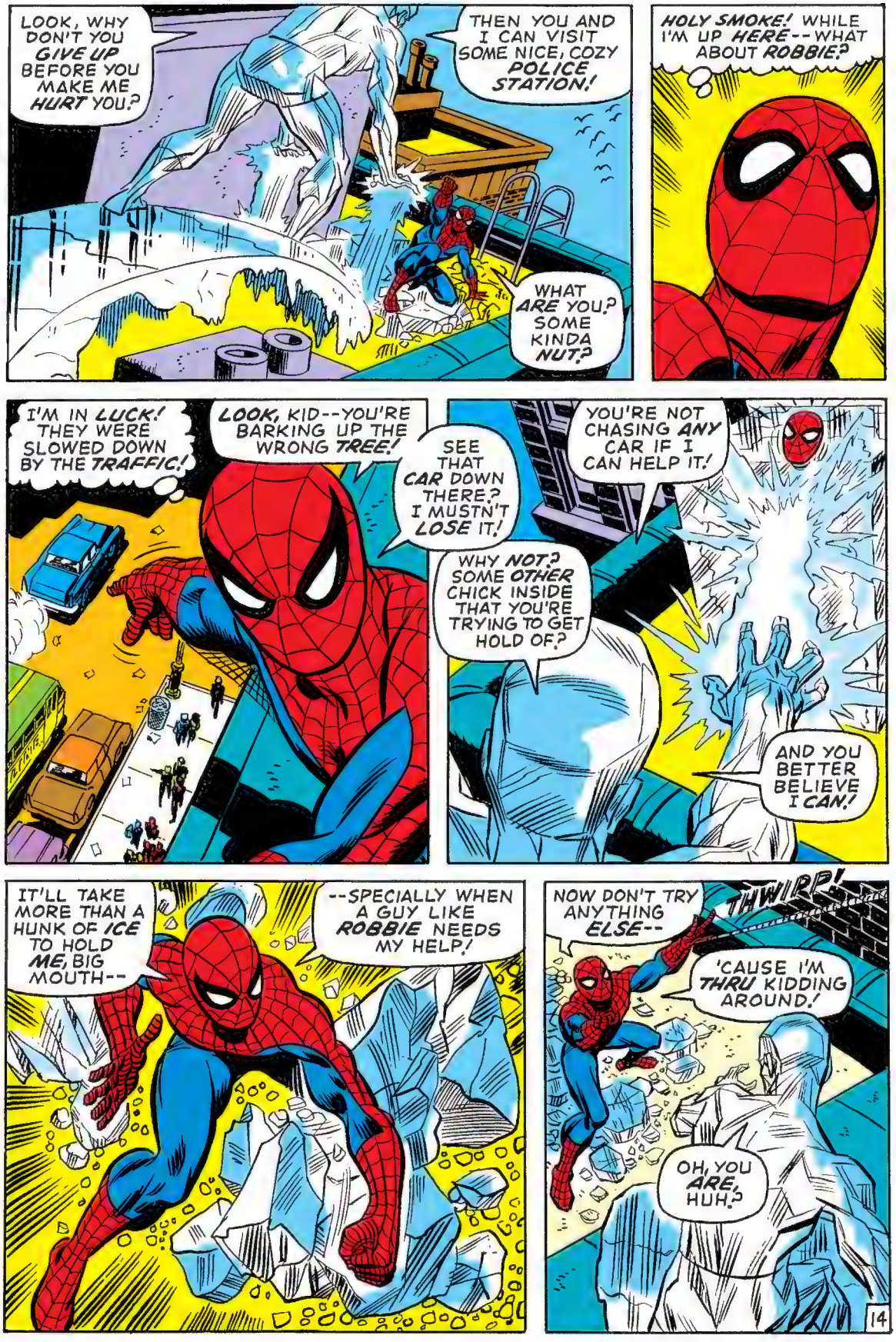

TELEPHONE, BULLIT!
ANSWER IT, CARTER! IF IT'S ANOTHER INTERVIEW, SAY I'M TOO BUSY!
I GOT THE ELECTION SEWED UP! DON'T NEED TO BOTHER ANYMORE!
IT'S JAMESON--FROM THE DAILY BUGLE! SOUNDS IMPORTANT!
I BETTER SEE WHAT THE OLD GOAT WANTS!
WHAT? YOU'RE THINKING OF WITHDRAWING YOUR PAPER'S SUPPORT OF ME?!!
YOU'RE OUTTA YOUR MIND!
YOU WANT YOUR READERS TO THINK YOU'RE AGAINST LAW AND ORDER? YOU CAN'T BACK OUT NOW!
I CAN'T, HUH.? I WOULDN'T BET ON IT, BULLIT!
NOW YOU'RE TALKIN', J.J.!
AND KNOCK OFF THE THREATS, MISTER!
--WE'VE BEEN THREATENED BY EXPERTS!
YEAH, YEAH--I KNOW THE BUGLE'S SUPPORTED YOU UP TILL NOW--
--BUT THAT WAS BEFORE I LEARNED SOME THINGS!
WHAT'S WRONG, BOSS? WHAT'S THE RUSH? WHERE ARE YOU GOING?
WE'RE GOING, MISTER! YOU'RE COMING WITH ME!
WE'RE PAYIN' A LITTLE VISIT TO JONAH JAMESON!
NO ONE'S GONNA PULL THE RUG OUT FROM UNDER ME WHEN I'M THIS CLOSE TO BEIN' D.A.!
AND IF JAMESON THINKS HE'S BIG ENOUGH TO BUCK ME--WE'LL HAVE TO DO A LITTLE CONVINCING!
THAK
YEAH, BOSS --AND WE GOT A MIGHTY GOOD ARGUMENT!

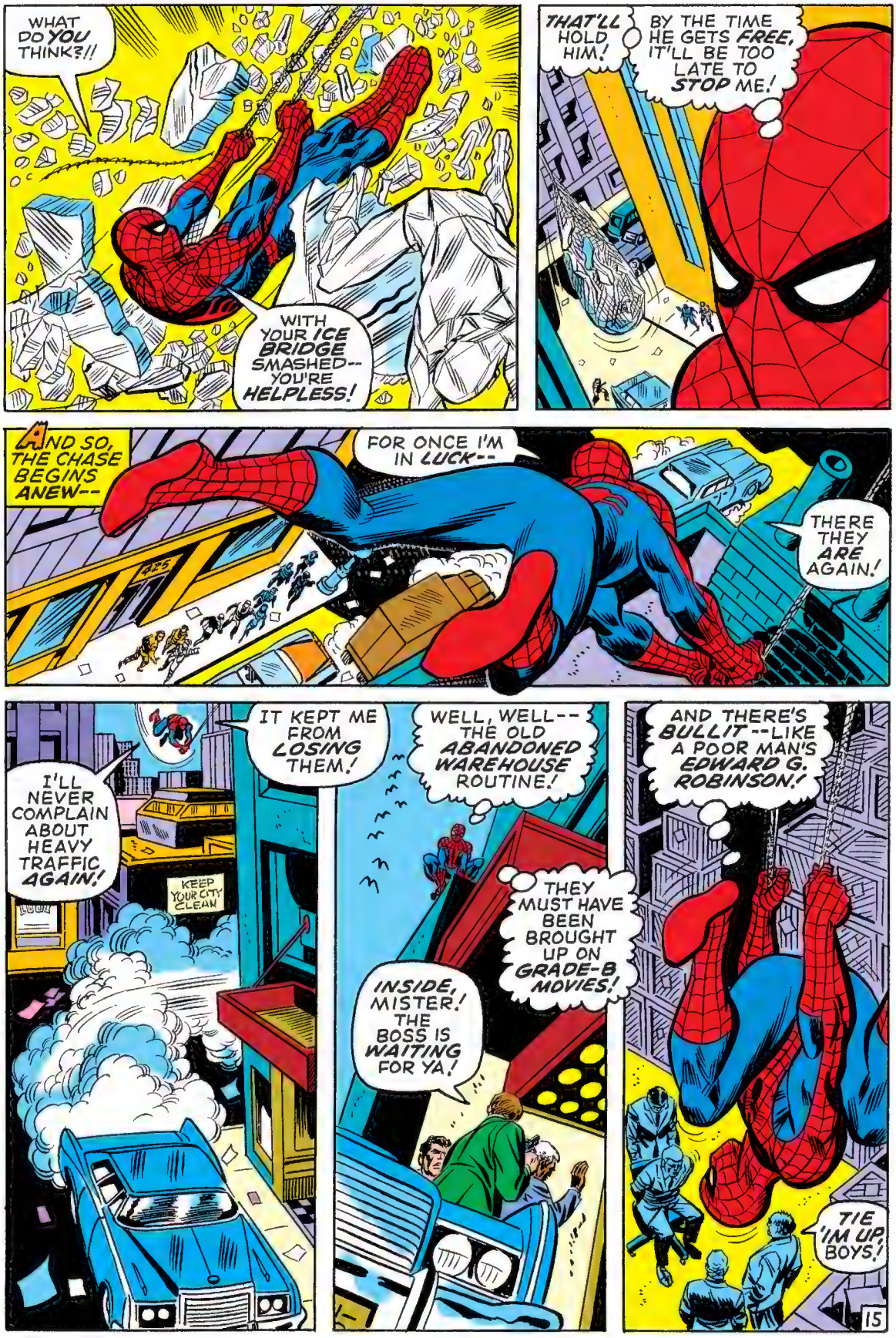

MINUTES LATER--
WHAT'S THAT? BULLIT OUTSIDE, WITH ONE OF HIS BODYGUARDS?
BODYGUARD, MY FOOT, JJ! IT'S ONE OF THE HOODS ON HIS PAYROLL!
JUST SEND BULLIT IN! I DON'T NEED A CONVENTION!
NOW YOU'RE WISIN' UP, MAN! BUT WATCH YOURSELF!
ALL RIGHT, NEWSMAN! IF YOU KNOW SOMETHING, SPILL IT!
THAT'S JUST WHAT I INTEND TO DO--
--RIGHT ON THE FRONT PAGE!
WHEN YOUR STRONGARM BOYS TRIED TO PUT THE MUSCLE ON PARKER THE OTHER DAY*, THEY FORGOT HE WORKS FOR THE BUGLE!
THE KID TOLD US WHAT HAPPENED --AND IT SMELLS, MISTER!
SO THAT'S WHAT YOU GOT IN YOUR CRAW, HUH?
*BULLIT'S MEN DID IT LAST ISH, HOPING TO LEARN ABOUT SPIDER-MAN FROM PETER! --STRAIGHTFORWARD STAN.
THERE'S LOTS MORE, BULLIT! PARKER'S STORY JUST SERVED TO OPEN JAMESON'S EYES--
BUT I'VE KEPT A DOSSIER ON YOU--
I HAVEN'T BEEN CITY EDITOR ALL THESE YEARS FOR NOTHING!
I KNOW WHERE YOUR SUPPORT COMES FROM! I KNOW ABOUT THE LUNATIC HATE GROUPS WHO ARE BACKING YOU!
I KNOW WHAT YOU REALLY MEAN BY-- LAW AND ORDER!
I KNOW WHAT YOU THINK OF MINORITY GROUPS--AND THE PLANS YOU'VE GOT FOR THEM!
ANYONE EVER TELL YA YOU KNOW TOO MUCH, BLACK MAN?
SHUDDUP! ROBBIE IS GONNA HANG YOU, BULLIT!
MY PAPER'S ACTING ON THE EVIDENCE HE'S GATHERED! WE'RE RENOUNCING OUR SUPPORT OF YOU!
WE'RE SWITCHING TO NELSON!
YOU'VE HAD IT, BIGOT!
9

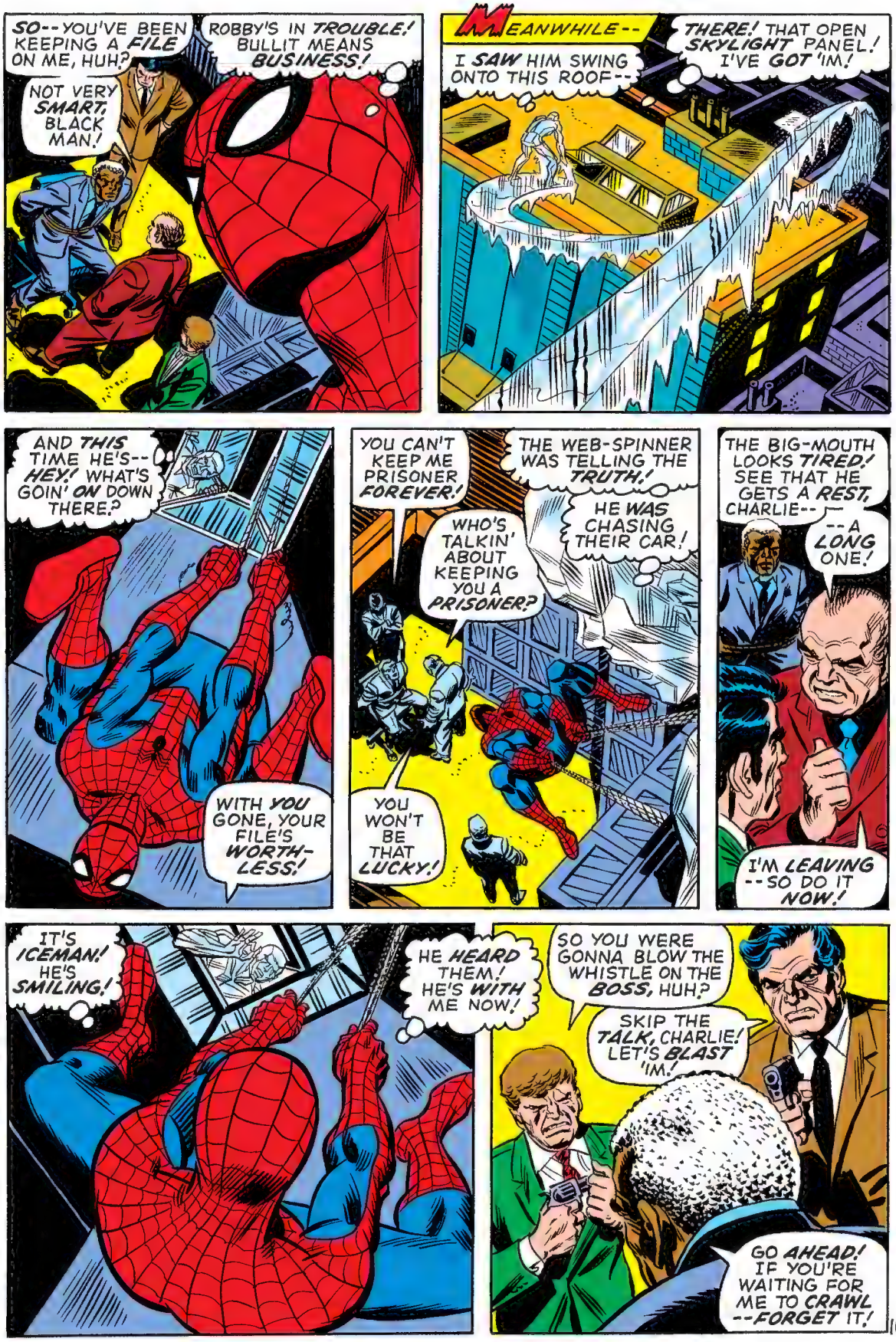
AND DON'T THINK WE'RE BLUFFING, MAN! I'VE GOT IT ALL DOWN HERE--NAMES, DATES AND PLACES!
TELL 'IM HE CAN SHOVE IT, JAMESON! EVIDENCE DON'T MEAN NOTHING UNLESS YA CAN USE IT!
AND SAMBO AINT NEVER GONNA USE IT!
GET OUT, BULLIT! YOU'RE TURNING MY STOMACH!
I THINK HE JUST QUIT OUR FAN CLUB, JONAH!
SLAM!
NOW AINT THAT A SHAME?
I'M GLAD YOU LISTENED TO PARKER, JJ! I HOPED IT WOULD OPEN YOUR EYES!
NUTS! I HAD BULLIT PEGGED ALL THE TIME!
BUT YOU BETTER WATCH YOURSELF, ROBBIE!
HE CAN BE DANGEROUS!
LATER, IN THE HALL OUTSIDE--
IT'S LUCKY I STAYED AROUND!
THOSE ARE THE SAME TWO HOODS WHO HASSLED ME BEFORE!
AND NOW-- THEY'RE HEADING FOR ROBBIE'S OFFICE!
I THOUGHT SOMETHING LIKE THIS MIGHT HAPPEN!
I THOUGHT SO! HE'S LEAVING WITH THEM!
AND I'M BETTING THAT IT ISN'T 'CAUSE HE LIKES THEIR COMPANY!
YOU DON'T REALLY EXPECT TO GET AWAY WITH THIS?
JUST KEEP WALKIN', SMART GUY!
I WAS RIGHT!
IT'S LIKE WATCHING AN OLD HUMPHREY BOGART MOVIE!
ONLY THIS IS FOR REAL!
ONE THING ABOUT BULLIT--HE SURE DOESN'T WASTE ANY TIME!
AND THE SAME BETTER GO FOR SPIDER-MAN!
10

I OUGHTTA MAKE THE ROOF 'WAY BEFORE THEY CAN REACH THE STREET!
KEEP OFF
ROOF
PERFECT! THEY'RE JUST WALKING OUT OF THE BUILDING NOW!
THAT JUST GIVES ME TIME TO GET INTO MY LITTLE PLAY SUIT!
--'CAUSE NOTHING'S GONNA HAPPEN TO ROBBIE ROBBERTSON IF OL' SPIDEY CAN HELP IT!
AND A SWINGER LIKE ME CAN EASILY KEEP TABS ON ONE UNSUSPECTING SEDAN!
HILTON
MEAT
BUT THEN, SUDDENLY--
ZR-R-R-SP!
CAREFUL, LITTLE MAN!
I WOULDN'T WANT YOU TO FALL!
ICEMAN AGAIN!
OH NO! NOT AT A TIME LIKE THIS!

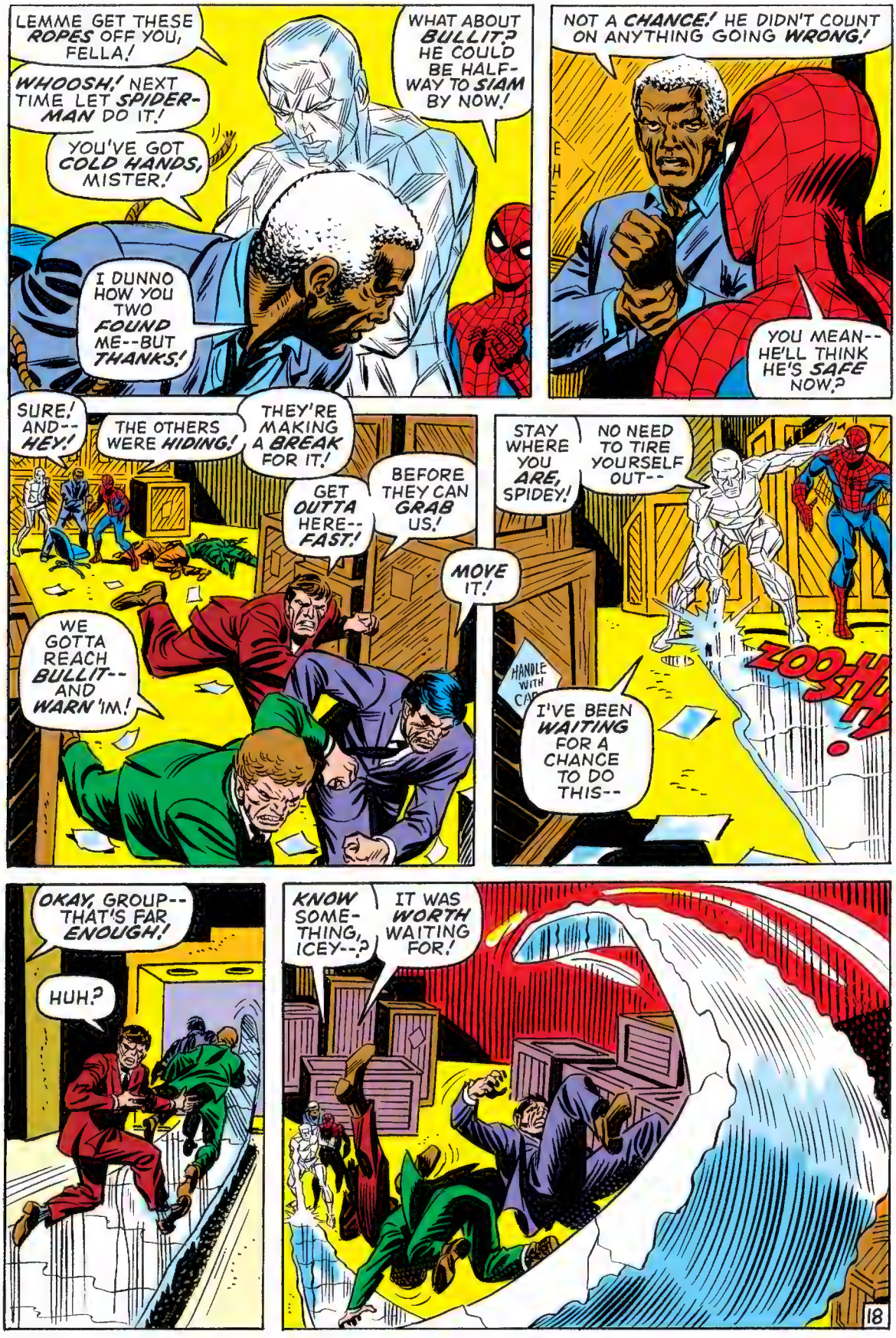

IF THAT ANIMATED SNOWMAN THINKS HE'S STOPPING ME--
--HE BETTER FORGET IT!
THWIPP!
THAT'LL SHOW HIM WHO HE'S UP AGAINST!
VERRRRY CLEVER, WEBHEAD!
TOO BAD IT WON'T DO YOU ANY GOOD!
12
THE WAY HE TRAVELS-- MAKING AN ICE BRIDGE AS HE GOES--
I NEVER SAW ANYTHING LIKE IT!
OKAY-- THAT'S FAR ENOUGH!
YOU CAN'T SWING WHEN YOU CAN'T SEE WHERE YOU'RE GOING!
AN ICE SCREEN-- TOSSED IN FRONT OF ME--BLOCKING MY VISION!
NOW WHAT'S HE DOING?
KUR-RRASH
13

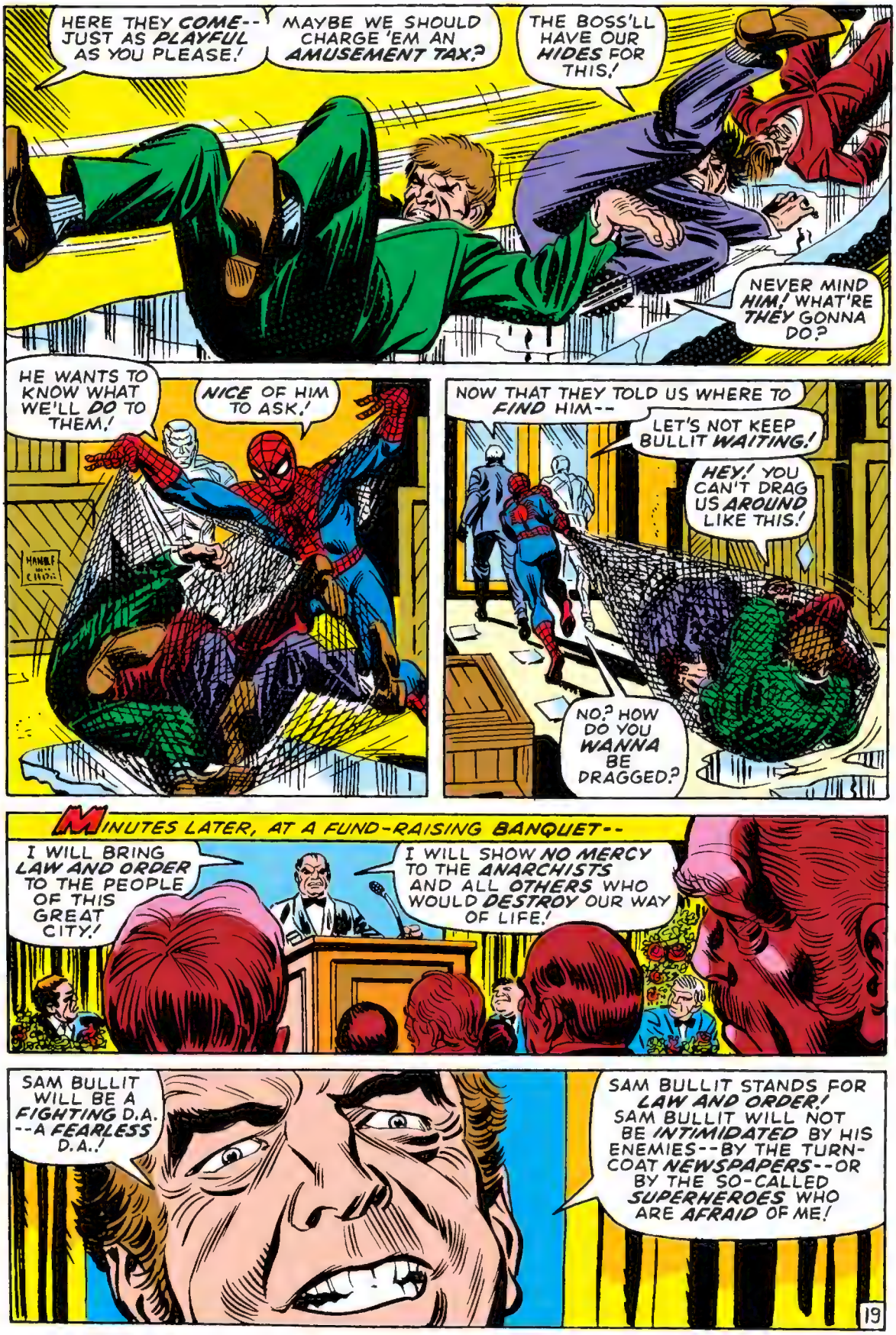

LOOK, WHY DON'T YOU GIVE UP BEFORE YOU MAKE ME HURT YOU?
THEN YOU AND I CAN VISIT SOME NICE, COZY POLICE STATION!
WHAT ARE YOU? SOME KINDA NUT?
HOLY SMOKE! WHILE I'M UP HERE--WHAT ABOUT ROBBIE?
I'M IN LUCK! THEY WERE SLOWED DOWN BY THE TRAFFIC!
LOOK, KID--YOU'RE BARKING UP THE WRONG TREE!
SEE THAT CAR DOWN THERE? I MUSTN'T LOSE IT!
WHY NOT? SOME OTHER CHICK INSIDE THAT YOU'RE TRYING TO GET HOLD OF?
YOU'RE NOT CHASING ANY CAR IF I CAN HELP IT!
AND YOU BETTER BELIEVE I CAN!
IT'LL TAKE MORE THAN A HUNK OF ICE TO HOLD ME, BIG MOUTH--
--SPECIALLY WHEN A GUY LIKE ROBBIE NEEDS MY HELP!
NOW DON'T TRY ANYTHING ELSE--
THWIRP!
'CAUSE I'M THRU KIDDING AROUND!
OH, YOU ARE, HUH?

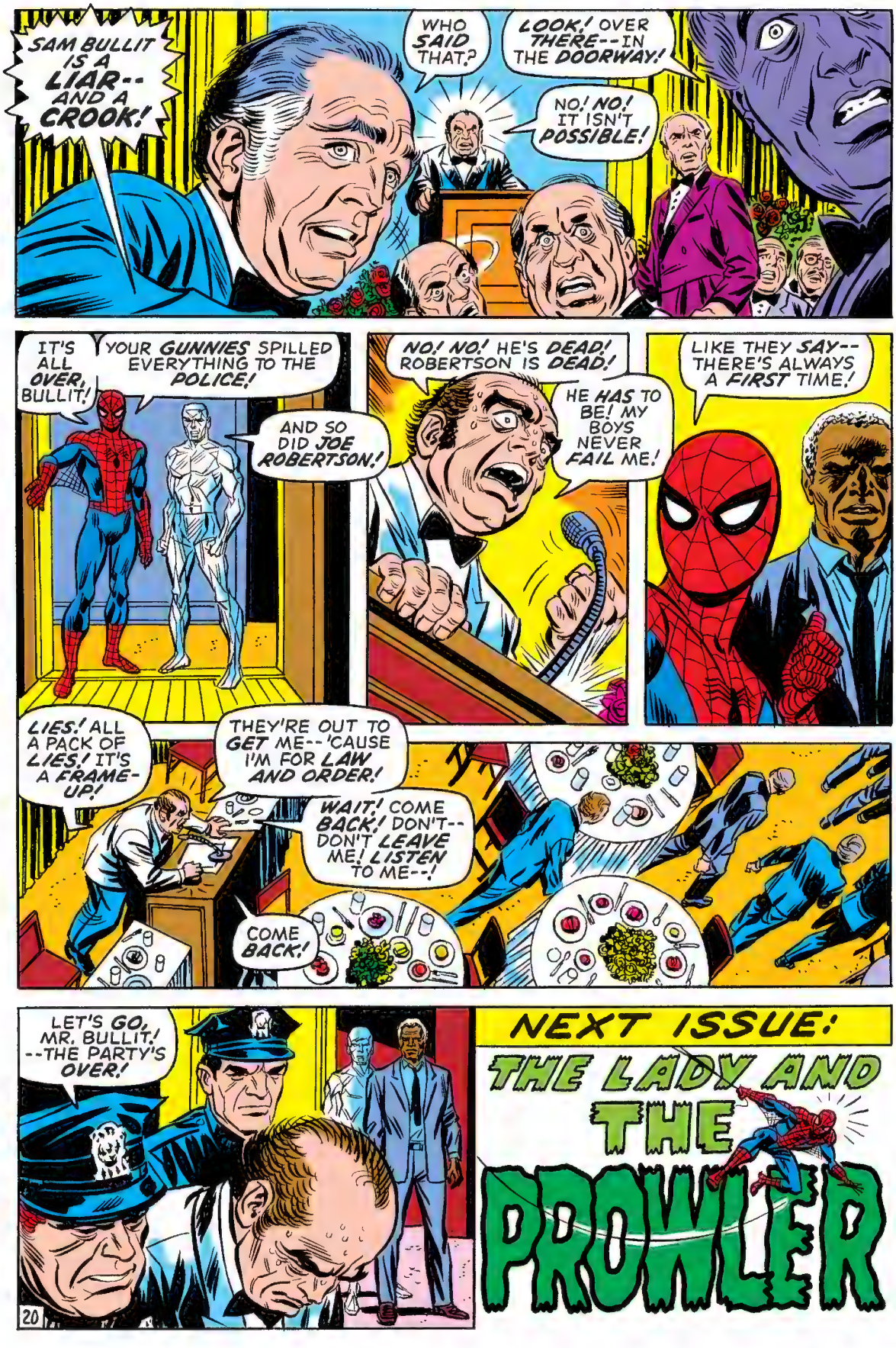

WHAT DO YOU THINK?!!
WITH YOUR ICE BRIDGE SMASHED-- YOU'RE HELPLESS!
THAT'LL HOLD HIM!
BY THE TIME HE GETS FREE, IT'LL BE TOO LATE TO STOP ME!
AND SO, THE CHASE BEGINS ANEW--
FOR ONCE I'M IN LUCK--
THERE THEY ARE AGAIN!
I'LL NEVER COMPLAIN ABOUT HEAVY TRAFFIC AGAIN!
KEEP YOUR CITY CLEAN
IT KEPT ME FROM LOSING THEM!
WELL, WELL-- THE OLD ABANDONED WAREHOUSE ROUTINE!
THEY MUST HAVE BEEN BROUGHT UP ON GRADE-B MOVIES!
INSIDE, MISTER! THE BOSS IS WAITING FOR YA!
AND THERE'S BULLIT --LIKE A POOR MAN'S EDWARD G. ROBINSON!
TIE 'IM UP, BOYS!


SO--YOU'VE BEEN KEEPING A FILE ON ME, HUH?
NOT VERY SMART, BLACK MAN!
ROBBY'S IN TROUBLE! BULLIT MEANS BUSINESS!
MEANWHILE--
I SAW HIM SWING ONTO THIS ROOF--
THERE! THAT OPEN SKYLIGHT PANEL! I'VE GOT 'IM!
AND THIS TIME HE'S-- HEY! WHAT'S GOIN' ON DOWN THERE?
WITH YOU GONE, YOUR FILE'S WORTH-LESS!
YOU CAN'T KEEP ME PRISONER FOREVER!
WHO'S TALKIN' ABOUT KEEPING YOU A PRISONER?
YOU WON'T BE THAT LUCKY!
THE WEB-SPINNER WAS TELLING THE TRUTH!
HE WAS CHASING THEIR CAR!
THE BIG-MOUTH LOOKS TIRED! SEE THAT HE GETS A REST, CHARLIE--
--A LONG ONE!
I'M LEAVING --SO DO IT NOW!
IT'S ICEMAN! HE'S SMILING!
HE HEARD THEM! HE'S WITH ME NOW!
SO YOU WERE GONNA BLOW THE WHISTLE ON THE BOSS, HUH?
SKIP THE TALK, CHARLIE! LET'S BLAST 'IM!
GO AHEAD! IF YOU'RE WAITING FOR ME TO CRAWL --FORGET IT!

THWIPP!
SPLUNNK!
HEY! WHA--?!?!
ZOWEEE, WEBHEAD! DO YOUR THING!
BUT LEAVE SOME FOR ME!
SPIDER-MAN!
WATCH IT!
THERE'S MORE!
RELAX! I'LL SET 'EM UP FOR YOU--
HEY! WHAT'S HE DOIN'--??
GET 'EM! QUICK!
DOES THIS ANSWER YOUR QUESTION?
BTOWNG!
WOW! NOT BAD FOR A GUY WITH NO TALENT!
BUT WHAT DO YOU DO FOR AN ENCORE?
YOU WANNA SEE ME IMPERSONATE CAGNEY


LEMME GET THESE ROPES OFF YOU, FELLA!
WHOOSH! NEXT TIME LET SPIDER-MAN DO IT!
YOU'VE GOT COLD HANDS, MISTER!
I DUNNO HOW YOU TWO FOUND ME--BUT THANKS!
WHAT ABOUT BULLIT? HE COULD BE HALF-WAY TO SIAM BY NOW!
NOT A CHANCE! HE DIDN'T COUNT ON ANYTHING GOING WRONG!
YOU MEAN--HE'LL THINK HE'S SAFE NOW?
SURE! AND--HEY!
THE OTHERS WERE HIDING!
THEY'RE MAKING A BREAK FOR IT!
GET OUTTA HERE--FAST!
BEFORE THEY CAN GRAB US!
MOVE IT!
WE GOTTA REACH BULLIT--AND WARN 'IM!
STAY WHERE YOU ARE, SPIDEY!
NO NEED TO TIRE YOURSELF OUT--
I'VE BEEN WAITING FOR A CHANCE TO DO THIS--
ZOOM!
OKAY, GROUP--THAT'S FAR ENOUGH!
HUH?
KNOW SOME-THING, ICEY--?
IT WAS WORTH WAITING FOR!
18


HERE THEY COME--JUST AS PLAYFUL AS YOU PLEASE!
MAYBE WE SHOULD CHARGE 'EM AN AMUSEMENT TAX?
THE BOSS'LL HAVE OUR HIDES FOR THIS!
NEVER MIND HIM! WHAT'RE THEY GONNA DO?
HE WANTS TO KNOW WHAT WE'LL DO TO THEM!
NICE OF HIM TO ASK!
NOW THAT THEY TOLD US WHERE TO FIND HIM--
LET'S NOT KEEP BULLIT WAITING!
HEY! YOU CAN'T DRAG US AROUND LIKE THIS!
NO? HOW DO YOU WANNA BE DRAGGED?
MINUTES LATER, AT A FUND-RAISING BANQUET--
I WILL BRING LAW AND ORDER TO THE PEOPLE OF THIS GREAT CITY!
I WILL SHOW NO MERCY TO THE ANARCHISTS AND ALL OTHERS WHO WOULD DESTROY OUR WAY OF LIFE!
SAM BULLIT WILL BE A FIGHTING D.A. --A FEARLESS D.A.!
SAM BULLIT STANDS FOR LAW AND ORDER! SAM BULLIT WILL NOT BE INTIMIDATED BY HIS ENEMIES--BY THE TURN-COAT NEWSPAPERS--OR BY THE SO-CALLED SUPERHEROES WHO ARE AFRAID OF ME!


SAM BULLIT IS A LIAR-- AND A CROOK!
WHO SAID THAT?
LOOK! OVER THERE--IN THE DOORWAY!
NO! NO! IT ISN'T POSSIBLE!
IT'S ALL OVER, BULLIT!
YOUR GUNNIES SPILLED EVERYTHING TO THE POLICE!
AND SO DID JOE ROBERTSON!
NO! NO! HE'S DEAD! ROBERTSON IS DEAD!
HE HAS TO BE! MY BOYS NEVER FAIL ME!
LIKE THEY SAY-- THERE'S ALWAYS A FIRST TIME!
LIES! ALL A PACK OF LIES! IT'S A FRAME-UP!
THEY'RE OUT TO GET ME--'CAUSE I'M FOR LAW AND ORDER!
WAIT! COME BACK! DON'T-- DON'T LEAVE ME! LISTEN TO ME--!
COME BACK!
LET'S GO, MR. BULLIT! --THE PARTY'S OVER!
NEXT ISSUE:
THE LADY AND THE PROWLER
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SPIDER-MAN
15¢
93
FEB
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
WHATEVER HAPPENS TO YOU NOW, WEB-SLINGER-- YOU DESERVE IT!
HE'S BACK! MORE DANGEROUS THAN EVER!
ROMITA
MARVEL COMICS GROUP
IT'S ACTION ALL THE WAY WHEN SPIDEY TACKLES--
THE PROWLER!

THE AMAZING SPIDER-MAN!
THE LADY AND-- THE PROWLER!
CAPT. GEORGE STACY, THE FATHER OF THE GIRL OUR HERO LOVES, IS DEAD--AND THE WORLD MISTAKENLY BLAMES SPIDER-MAN!
I WAS TRYING TO--SAVE HIM--
--BUT WHO'D EVER BELIEVE ME--NOW?
BUGLE
SPIDER-MAN STILL SOUGHT IN DEATH OF CAPT. STACY!
TORTURED BY SORROW AND DOUBT, THE BEAUTIFUL GWEN STACY CAN'T UNDERSTAND WHY PETER PARKER HAS BEEN AVOIDING HER AT THIS TIME--JUST WHEN SHE NEEDS HIM THE MOST--
I THOUGHT HE LOVED ME--AS I LOVE HIM.
BUT, EVER SINCE SPIDER-MAN KILLED MY FATHER--PETER HAS BEEN ACTING SO STRANGELY--I HARDLY EVER SEE HIM.
POOR, GRIEVING GWEN. HOW CAN SHE KNOW THAT PETER PARKER AND SPIDER-MAN--THE ONE SHE LOVES, AND THE ONE SHE HATES--ARE THE VERY SAME PERSON?
BY STAN LEE and JOHN ROMITA
ARTIE SIMEK, LETTERER

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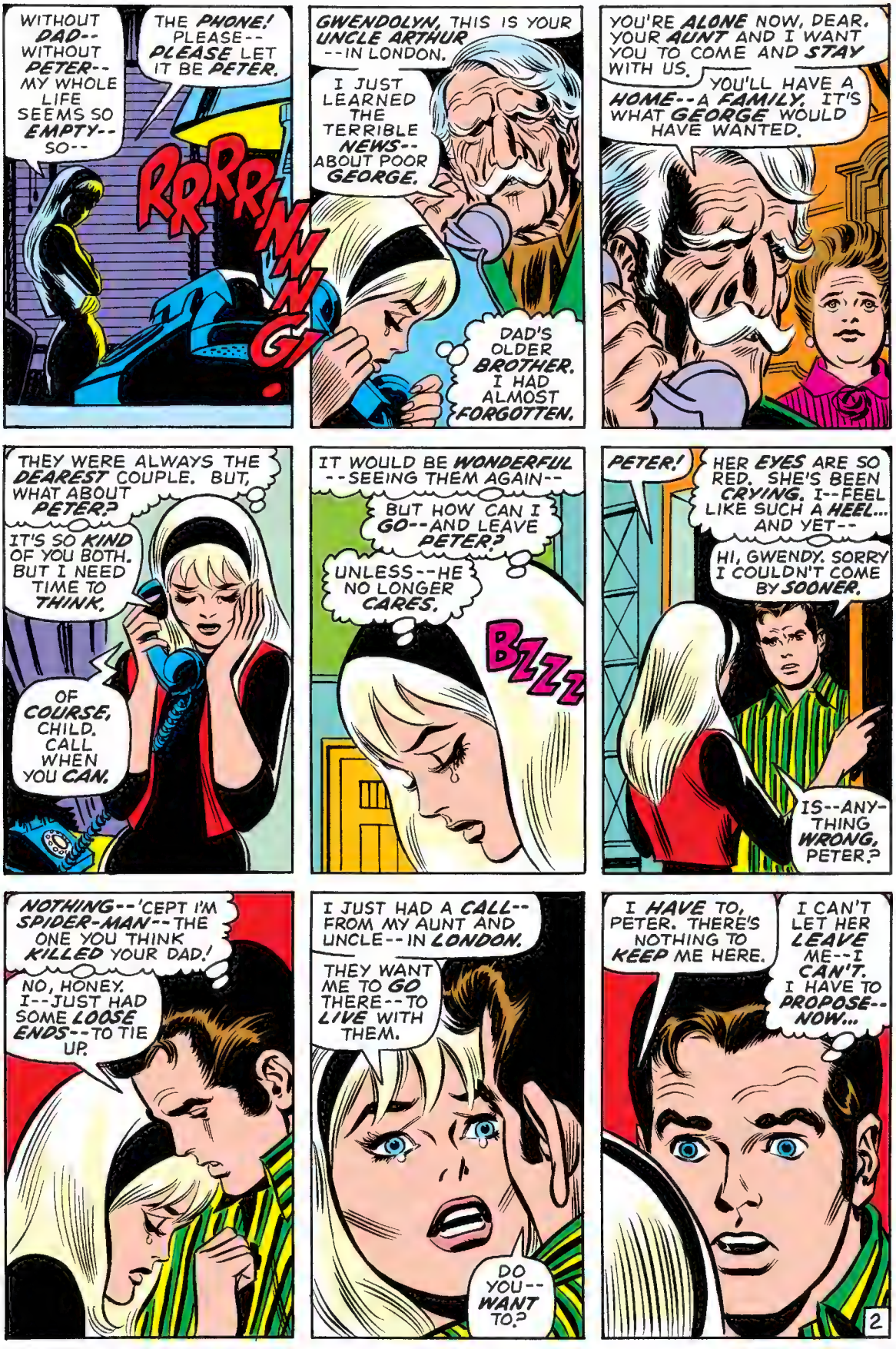
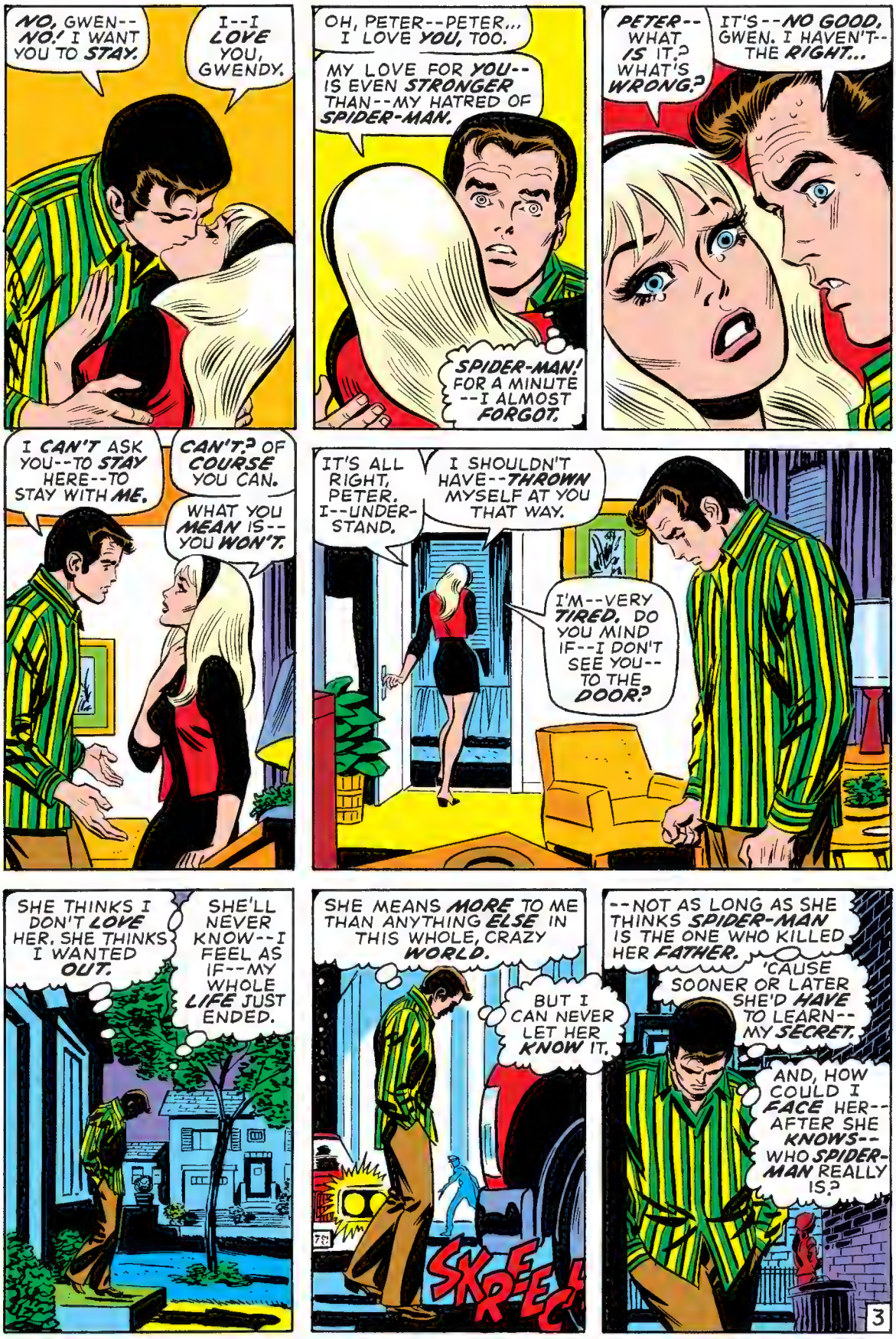
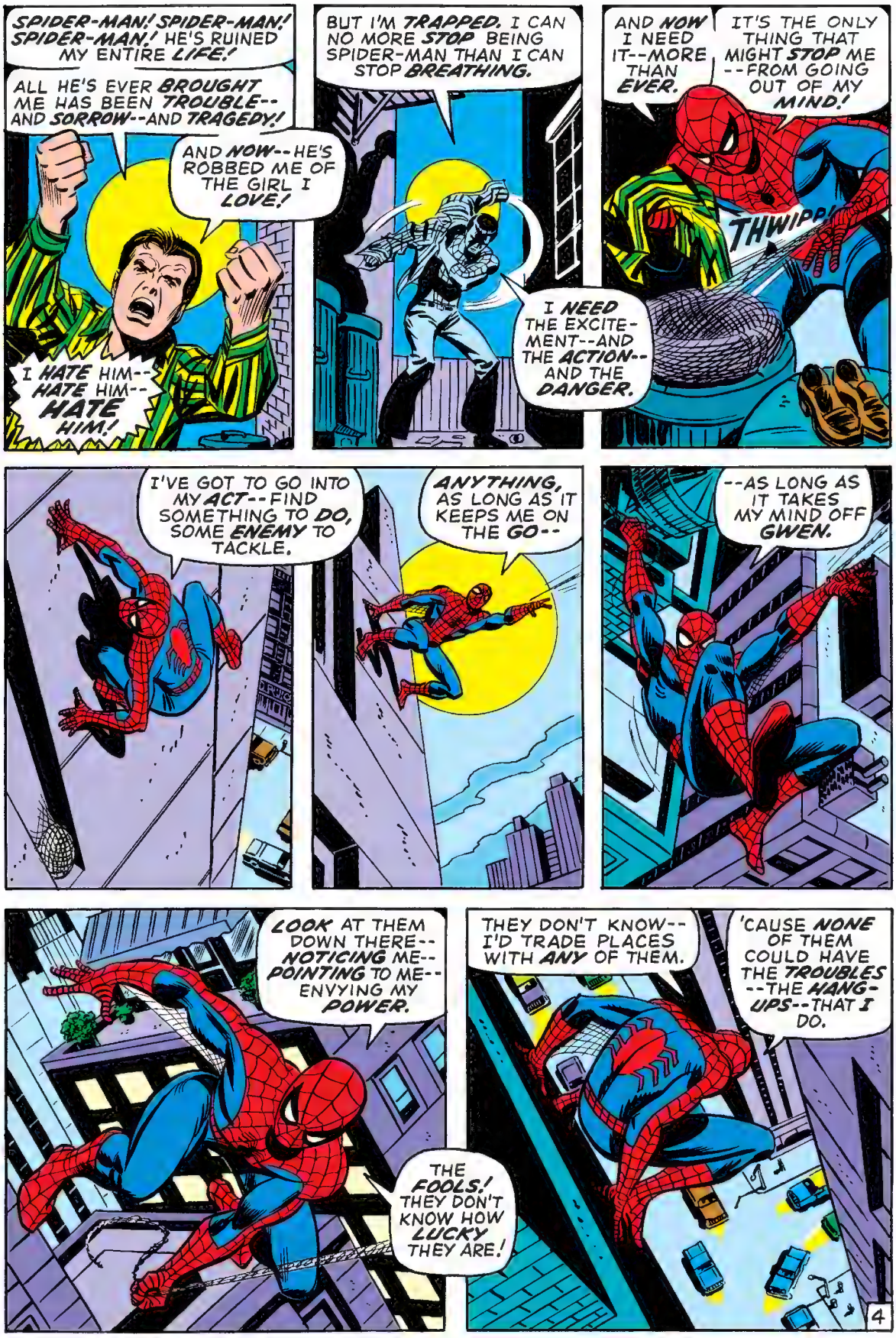
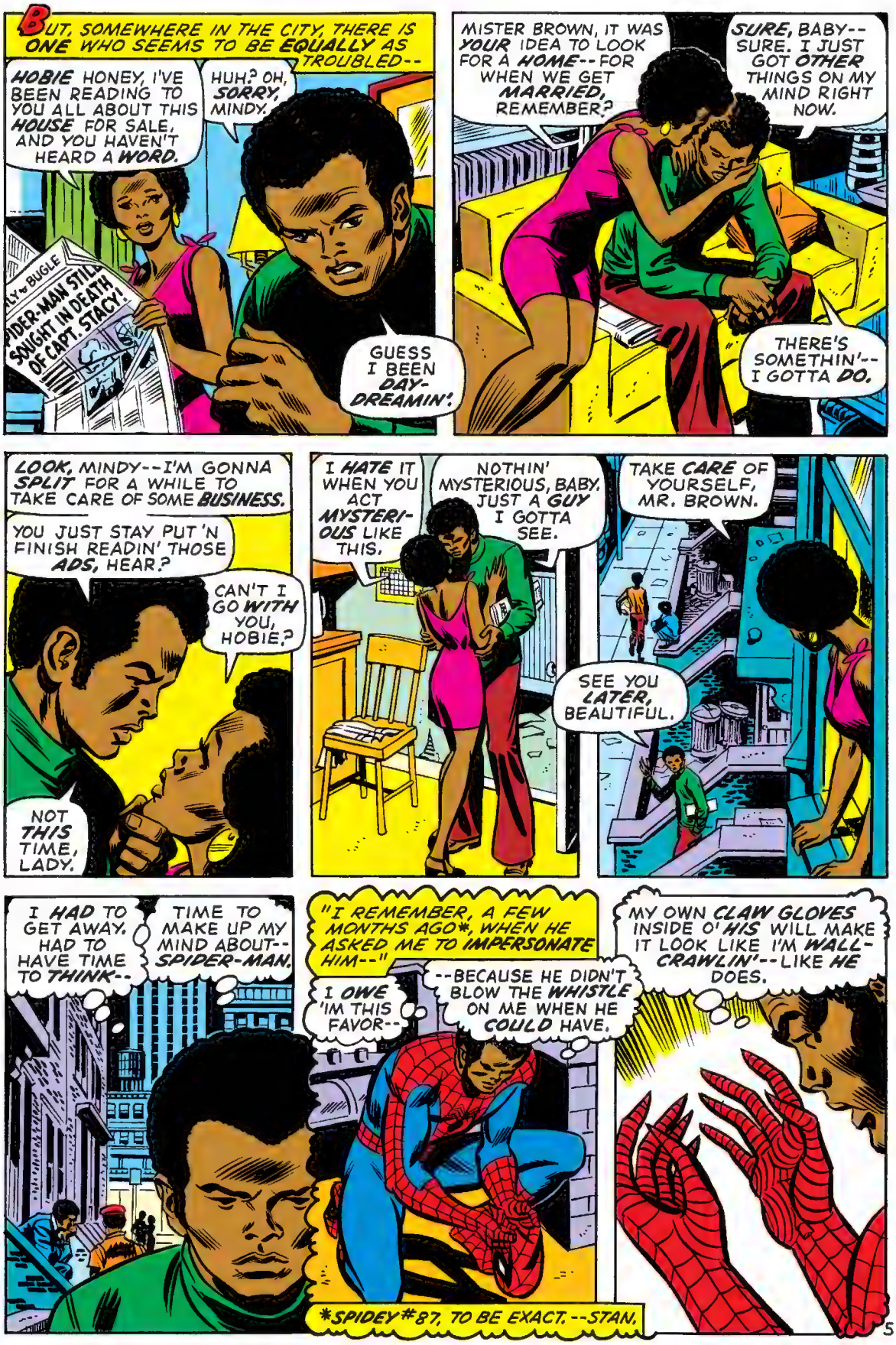
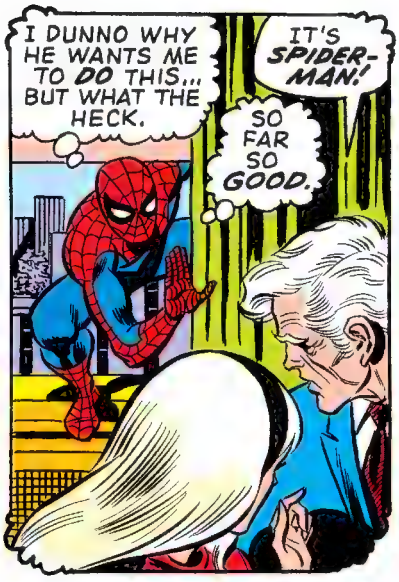

WITHOUT DAD-- WITHOUT PETER-- MY WHOLE LIFE SEEMS SO EMPTY-- SO--
THE PHONE! PLEASE-- PLEASE LET IT BE PETER.
RRRRINNNG!
GWENDOLYN, THIS IS YOUR UNCLE ARTHUR --IN LONDON.
I JUST LEARNED THE TERRIBLE NEWS-- ABOUT POOR GEORGE.
DAD'S OLDER BROTHER. I HAD ALMOST FORGOTTEN.
YOU'RE ALONE NOW, DEAR. YOUR AUNT AND I WANT YOU TO COME AND STAY WITH US.
YOU'LL HAVE A HOME--A FAMILY. IT'S WHAT GEORGE WOULD HAVE WANTED.
THEY WERE ALWAYS THE DEAREST COUPLE. BUT, WHAT ABOUT PETER?
IT'S SO KIND OF YOU BOTH. BUT I NEED TIME TO THINK.
OF COURSE, CHILD. CALL WHEN YOU CAN.
IT WOULD BE WONDERFUL --SEEING THEM AGAIN--
BUT HOW CAN I GO--AND LEAVE PETER?
UNLESS--HE NO LONGER CARES.
BZZZ
PETER!
HER EYES ARE SO RED. SHE'S BEEN CRYING. I--FEEL LIKE SUCH A HEEL... AND YET--
HI, GWENDY. SORRY I COULDN'T COME BY SOONER.
IS--ANY-THING WRONG, PETER?
NOTHING--'CEPT I'M SPIDER-MAN--THE ONE YOU THINK KILLED YOUR DAD!
NO, HONEY. I--JUST HAD SOME LOOSE ENDS--TO TIE UP.
I JUST HAD A CALL-- FROM MY AUNT AND UNCLE--IN LONDON.
THEY WANT ME TO GO THERE--TO LIVE WITH THEM.
DO YOU-- WANT TO?
I HAVE TO, PETER. THERE'S NOTHING TO KEEP ME HERE.
I CAN'T LET HER LEAVE ME--I CAN'T. I HAVE TO PROPOSE-- NOW...
2

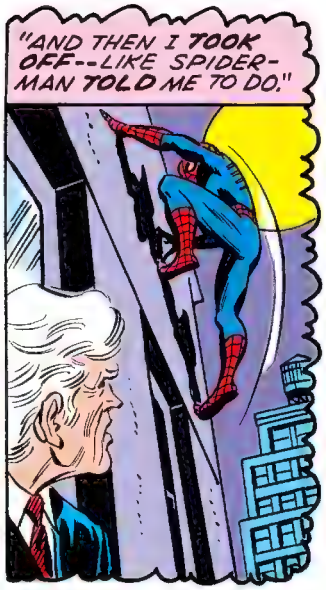

NO, GWEN--NO! I WANT YOU TO STAY.
I--I LOVE YOU, GWENDY.
OH, PETER--PETER... I LOVE YOU, TOO.
MY LOVE FOR YOU--IS EVEN STRONGER THAN--MY HATRED OF SPIDER-MAN.
SPIDER-MAN! FOR A MINUTE --I ALMOST FORGOT.
PETER--WHAT IS IT? WHAT'S WRONG?
IT'S--NO GOOD, GWEN. I HAVEN'T--THE RIGHT...
I CAN'T ASK YOU--TO STAY HERE--TO STAY WITH ME.
CAN'T? OF COURSE YOU CAN.
WHAT YOU MEAN IS--YOU WON'T.
IT'S ALL RIGHT, PETER. I--UNDERSTAND.
I SHOULDN'T HAVE--THROWN MYSELF AT YOU THAT WAY.
I'M--VERY TIRED. DO YOU MIND IF--I DON'T SEE YOU--TO THE DOOR?
SHE THINKS I DON'T LOVE HER. SHE THINKS I WANTED OUT.
SHE'LL NEVER KNOW--I FEEL AS IF--MY WHOLE LIFE JUST ENDED.
SHE MEANS MORE TO ME THAN ANYTHING ELSE IN THIS WHOLE, CRAZY WORLD.
BUT I CAN NEVER LET HER KNOW IT.
SKREECH
--NOT AS LONG AS SHE THINKS SPIDER-MAN IS THE ONE WHO KILLED HER FATHER.
'CAUSE SOONER OR LATER SHE'D HAVE TO LEARN--MY SECRET.
AND, HOW COULD I FACE HER--AFTER SHE KNOWS--WHO SPIDER-MAN REALLY IS?
3


SPIDER-MAN! SPIDER-MAN! SPIDER-MAN! HE'S RUINED MY ENTIRE LIFE!
ALL HE'S EVER BROUGHT ME HAS BEEN TROUBLE--AND SORROW--AND TRAGEDY!
AND NOW--HE'S ROBBED ME OF THE GIRL I LOVE!
I HATE HIM--HATE HIM--HATE HIM!
BUT I'M TRAPPED. I CAN NO MORE STOP BEING SPIDER-MAN THAN I CAN STOP BREATHING.
I NEED THE EXCITEMENT--AND THE ACTION--AND THE DANGER.
AND NOW I NEED IT--MORE THAN EVER.
IT'S THE ONLY THING THAT MIGHT STOP ME--FROM GOING OUT OF MY MIND!
THWIPP!
I'VE GOT TO GO INTO MY ACT--FIND SOMETHING TO DO, SOME ENEMY TO TACKLE.
ANYTHING, AS LONG AS IT KEEPS ME ON THE GO--
--AS LONG AS IT TAKES MY MIND OFF GWEN.
LOOK AT THEM DOWN THERE--NOTICING ME--POINTING TO ME--ENVYING MY POWER.
THE FOOLS! THEY DON'T KNOW HOW LUCKY THEY ARE!
THEY DON'T KNOW--I'D TRADE PLACES WITH ANY OF THEM.
'CAUSE NONE OF THEM COULD HAVE THE TROUBLES--THE HANG-UPS--THAT I DO.


BUT, SOMEWHERE IN THE CITY, THERE IS ONE WHO SEEMS TO BE EQUALLY AS TROUBLED--
HOBIE HONEY, I'VE BEEN READING TO YOU ALL ABOUT THIS HOUSE FOR SALE, AND YOU HAVEN'T HEARD A WORD.
HUH? OH, SORRY, MINDY.
SPIDER-MAN STILL SOUGHT IN DEATH OF CAPT. STACY!
GUESS I BEEN DAY-DREAMIN'.
MISTER BROWN, IT WAS YOUR IDEA TO LOOK FOR A HOME--FOR WHEN WE GET MARRIED, REMEMBER?
SURE, BABY--SURE. I JUST GOT OTHER THINGS ON MY MIND RIGHT NOW.
THERE'S SOMETHIN'--I GOTTA DO.
LOOK, MINDY--I'M GONNA SPLIT FOR A WHILE TO TAKE CARE OF SOME BUSINESS.
YOU JUST STAY PUT 'N FINISH READIN' THOSE ADS, HEAR?
CAN'T I GO WITH YOU, HOBIE?
NOT THIS TIME, LADY.
I HATE IT WHEN YOU ACT MYSTERIOUS LIKE THIS.
NOTHIN' MYSTERIOUS, BABY. JUST A GUY I GOTTA SEE.
TAKE CARE OF YOURSELF, MR. BROWN.
SEE YOU LATER, BEAUTIFUL.
I HAD TO GET AWAY. HAD TO HAVE TIME TO THINK--
TIME TO MAKE UP MY MIND ABOUT--SPIDER-MAN.
"I REMEMBER, A FEW MONTHS AGO*, WHEN HE ASKED ME TO IMPERSONATE HIM--"
I OWE 'IM THIS FAVOR--
--BECAUSE HE DIDN'T BLOW THE WHISTLE ON ME WHEN HE COULD HAVE.
MY OWN CLAW GLOVES INSIDE O' HIS WILL MAKE IT LOOK LIKE I'M WALL-CRAWLIN'--LIKE HE DOES.
*SPIDEY #87, TO BE EXACT. --STAN.


I DUNNO WHY HE WANTS ME TO DO THIS... BUT WHAT THE HECK.
IT'S SPIDER-MAN!
SO FAR SO GOOD.

"I REMEMBER SEEIN' CAPTAIN STACY THERE WITH HIS DAUGHTER 'N A COUPLE OF OTHER KIDS--"


"AND THEN I TOOK OFF--LIKE SPIDER-MAN TOLD ME TO DO."

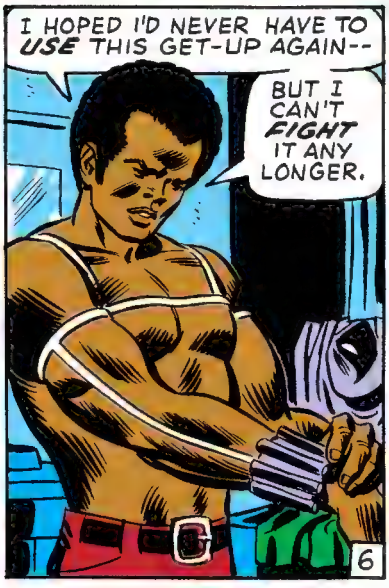
I FORGOT ABOUT THE WHOLE THING--TILL I READ ABOUT STACY'S DEATH.
NOW, I'VE GOTTA KNOW--DID THE WALL-CRAWLER REALLY KILL 'IM?
DAILY
SPIDER-MAN SOUGHT IN DEA OF CAPT. STACY!

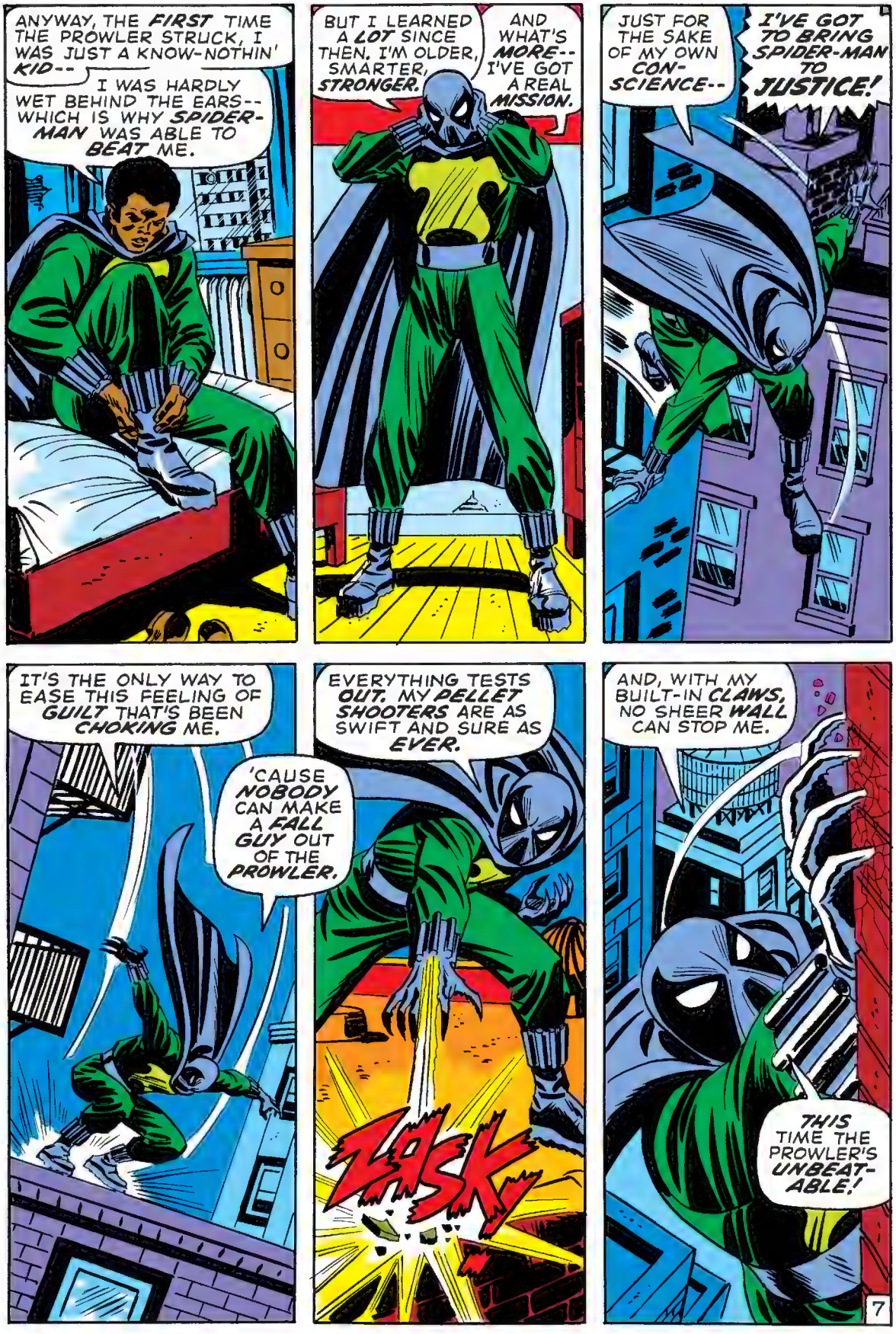
AND--THE ONE THING THAT'S BEEN HAUNTING ME--
DID SPIDER-MAN MAKE ME SOME SORT OF ACCOM-PLICE--WITHOUT MY EVEN KNOWING IT?

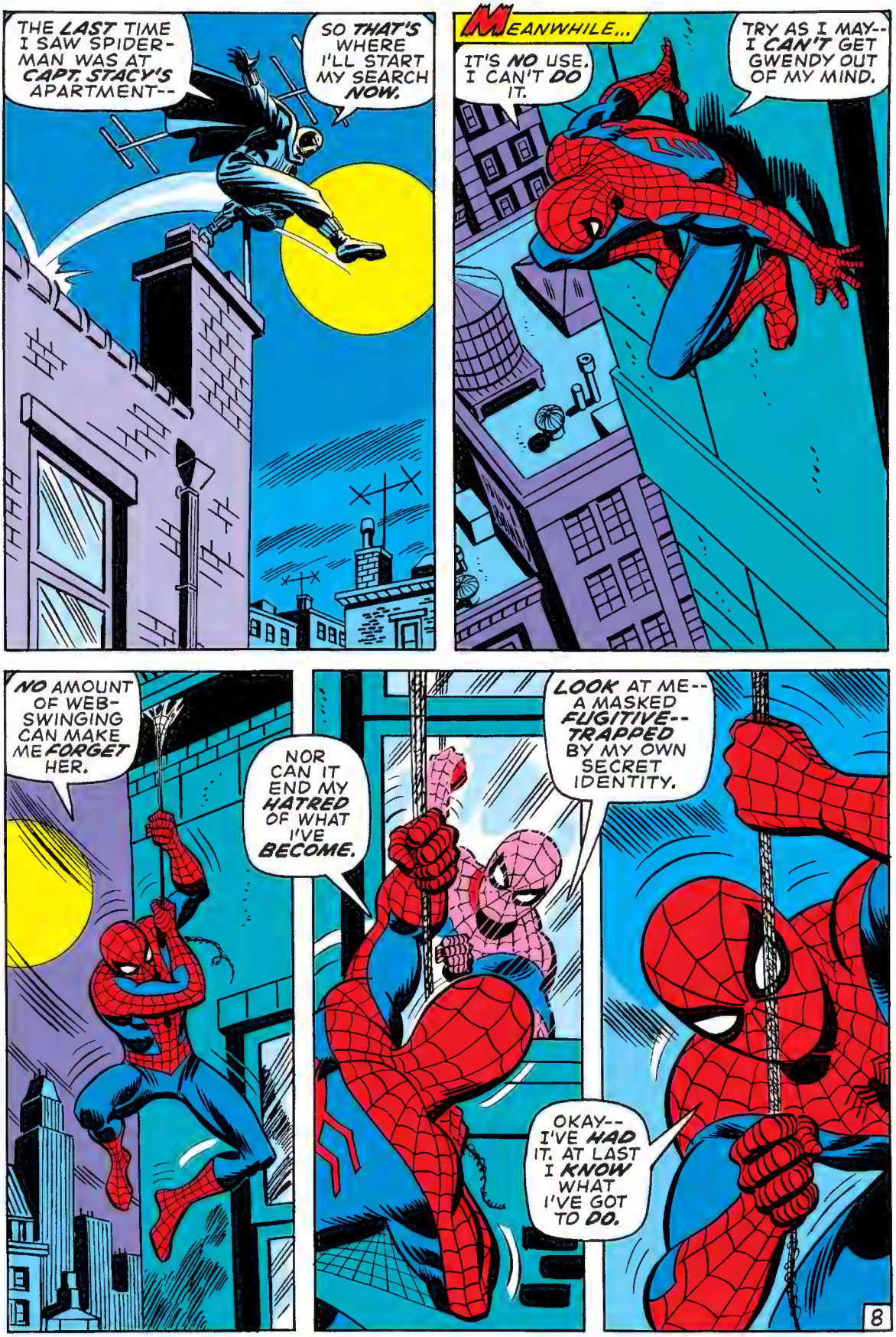
WHOEVER HE REALLY IS, I THOUGHT SPIDER-MAN WAS A FRIEND OF MINE.
BUT--IF HE USED ME--IF HE MADE A GOAT OUTTA ME--
I CAN'T TAKE IT LYIN' DOWN.

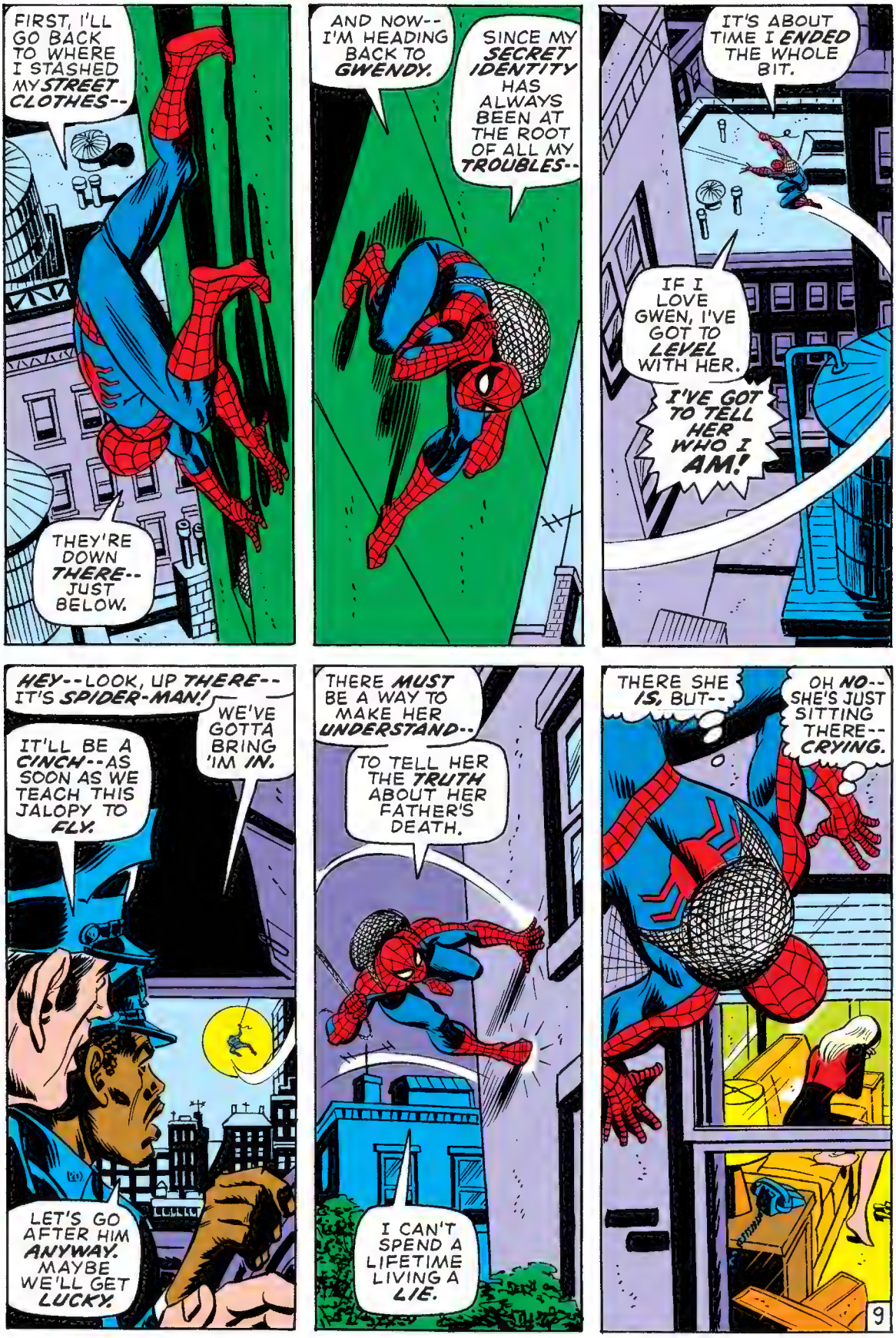
WE KNOW THAT SPIDEY MERELY WANTED TO PREVENT GWEN OR HER FATHER FROM SUSPECTING THAT HE WAS PETER PARKER--BUT, SINCE HE COULDN'T TELL HOBIE, HERE WE GO AGAIN--
AND WHATEVER HOBIE BROWN CAN'T TAKE--

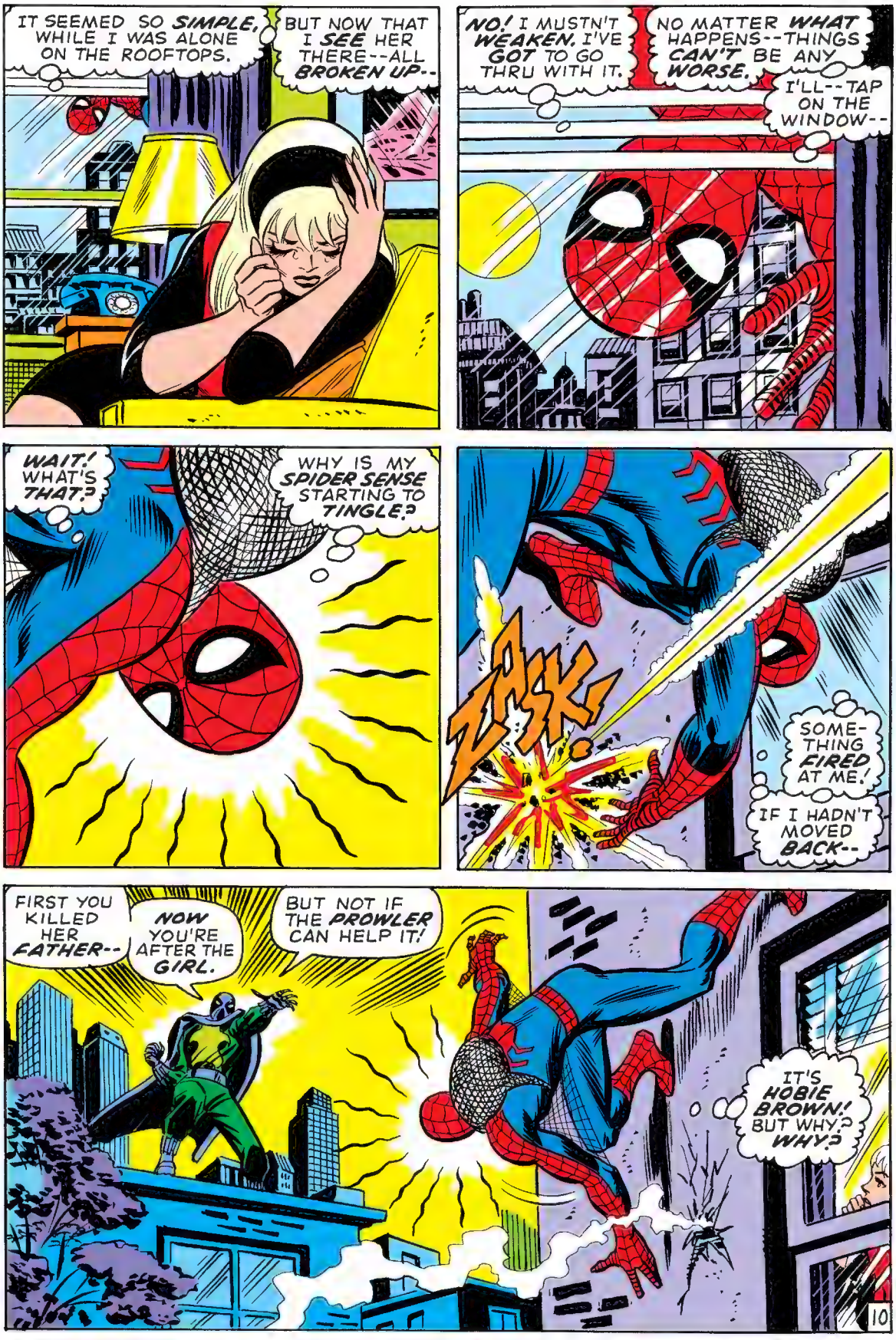
--THE PROWLER CAN'T TAKE EITHER!

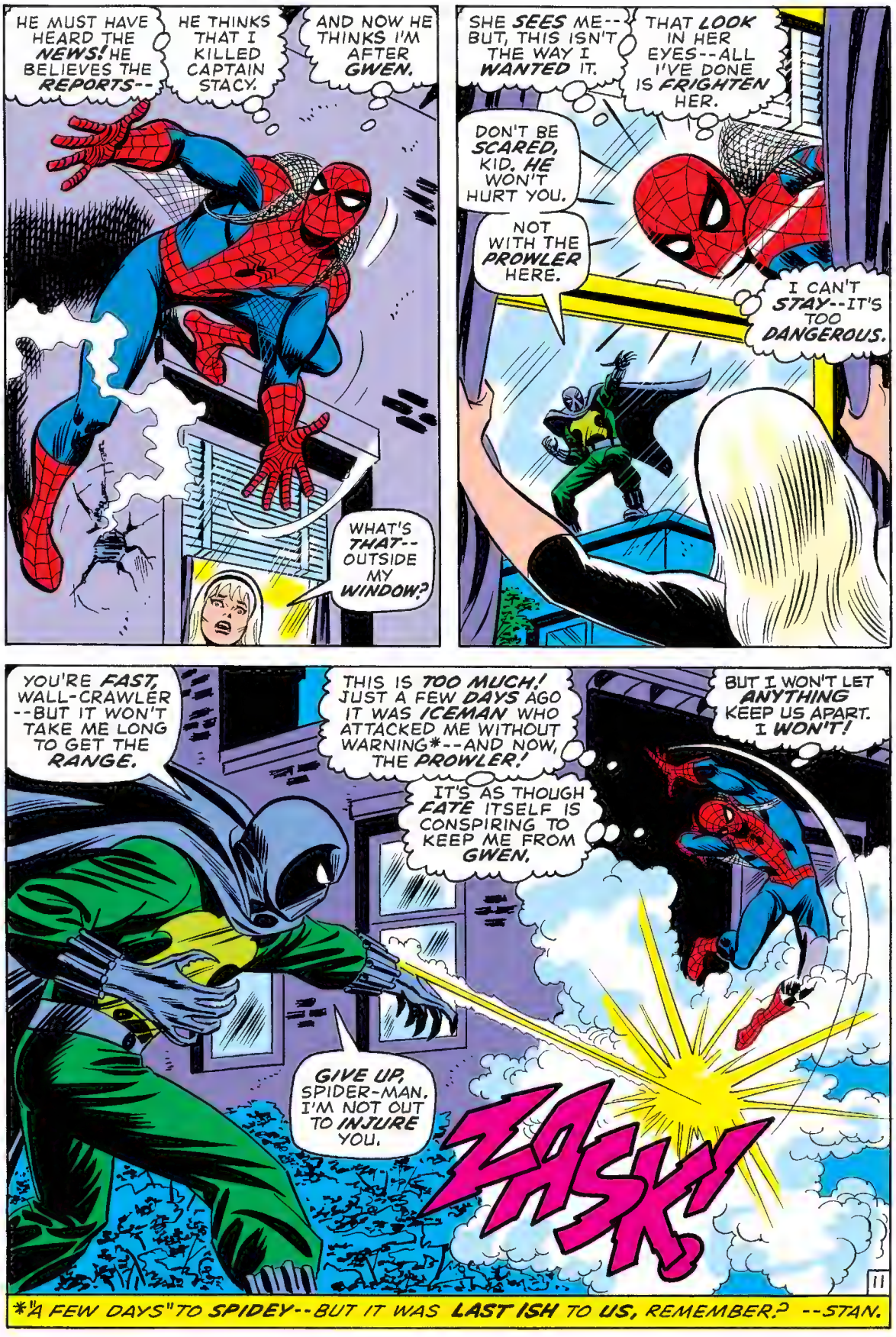

I HOPED I'D NEVER HAVE TO USE THIS GET-UP AGAIN--
BUT I CAN'T FIGHT IT ANY LONGER.

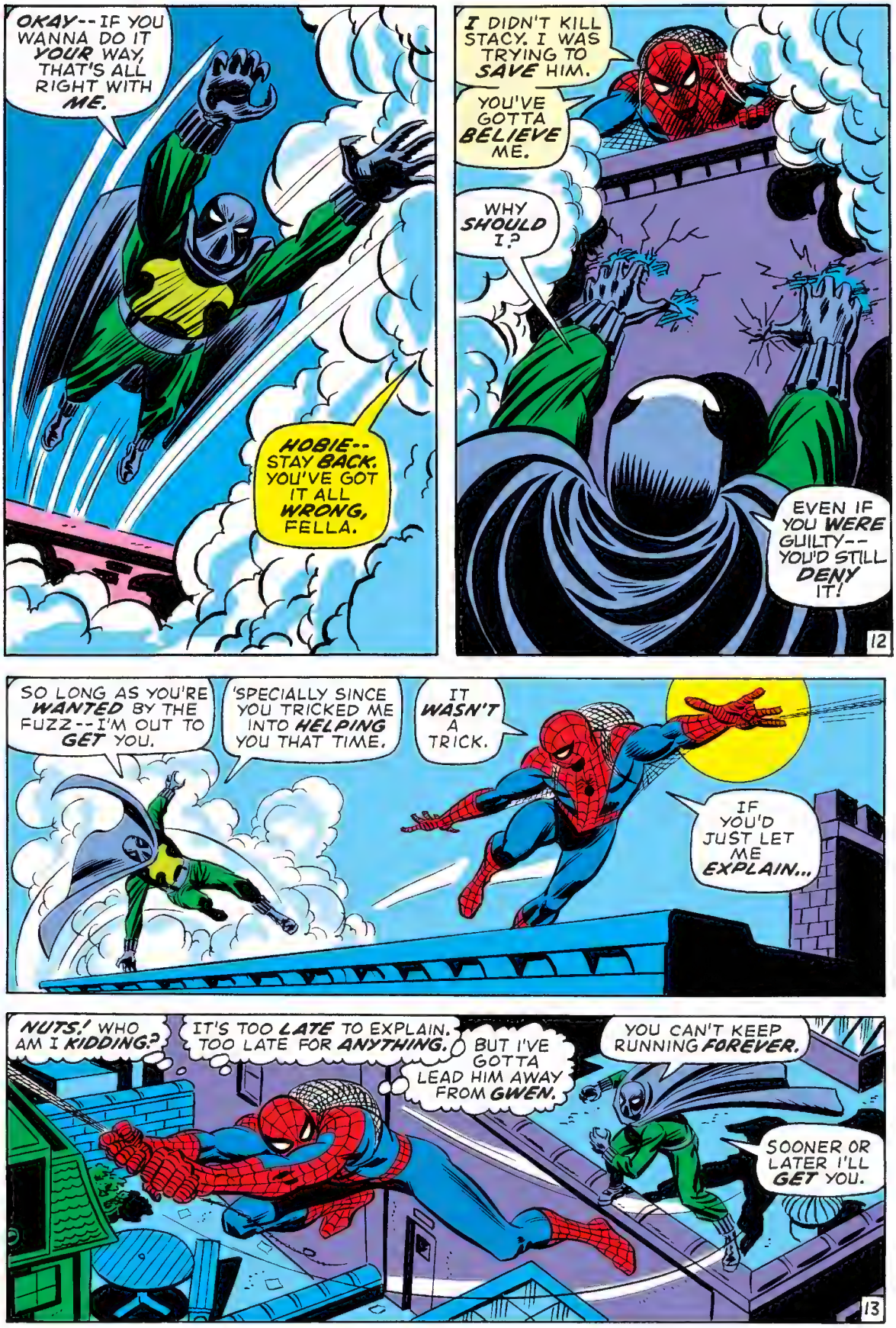

ANYWAY, THE FIRST TIME THE PROWLER STRUCK, I WAS JUST A KNOW-NOTHIN' KID--
I WAS HARDLY WET BEHIND THE EARS--WHICH IS WHY SPIDER-MAN WAS ABLE TO BEAT ME.
BUT I LEARNED A LOT SINCE THEN. I'M OLDER, SMARTER, STRONGER.
AND WHAT'S MORE--I'VE GOT A REAL MISSION.
JUST FOR THE SAKE OF MY OWN CON-SCIENCE--
I'VE GOT TO BRING SPIDER-MAN TO JUSTICE!
IT'S THE ONLY WAY TO EASE THIS FEELING OF GUILT THAT'S BEEN CHOKING ME.
'CAUSE NOBODY CAN MAKE A FALL GUY OUT OF THE PROWLER.
EVERYTHING TESTS OUT. MY PELLET SHOOTERS ARE AS SWIFT AND SURE AS EVER.
ZASK
AND, WITH MY BUILT-IN CLAWS, NO SHEER WALL CAN STOP ME.
THIS TIME THE PROWLER'S UNBEAT-ABLE!

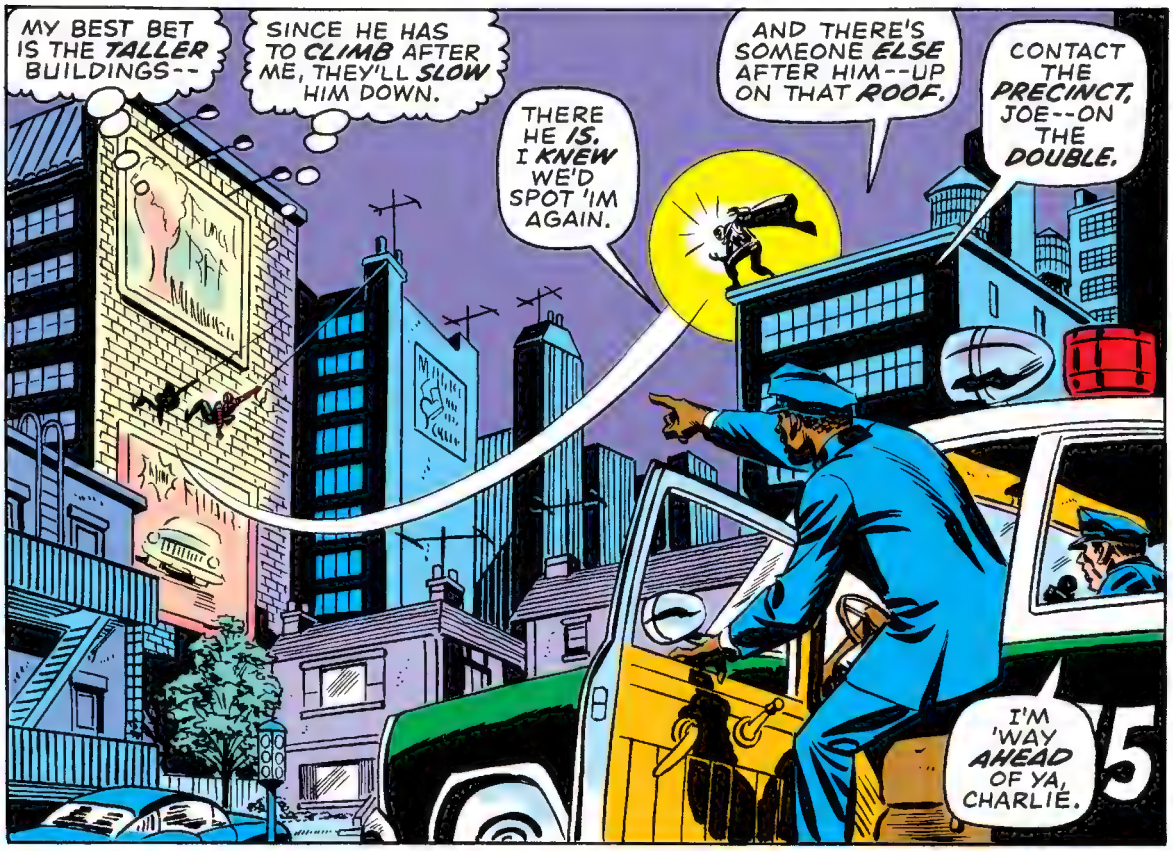

THE LAST TIME I SAW SPIDER-MAN WAS AT CAPT. STACY'S APARTMENT--
SO THAT'S WHERE I'LL START MY SEARCH NOW.
MEANWHILE...
IT'S NO USE. I CAN'T DO IT.
TRY AS I MAY-- I CAN'T GET GWENDY OUT OF MY MIND.
NO AMOUNT OF WEB-SWINGING CAN MAKE ME FORGET HER.
NOR CAN IT END MY HATRED OF WHAT I'VE BECOME.
LOOK AT ME-- A MASKED FUGITIVE-- TRAPPED BY MY OWN SECRET IDENTITY.
OKAY-- I'VE HAD IT. AT LAST I KNOW WHAT I'VE GOT TO DO.
8

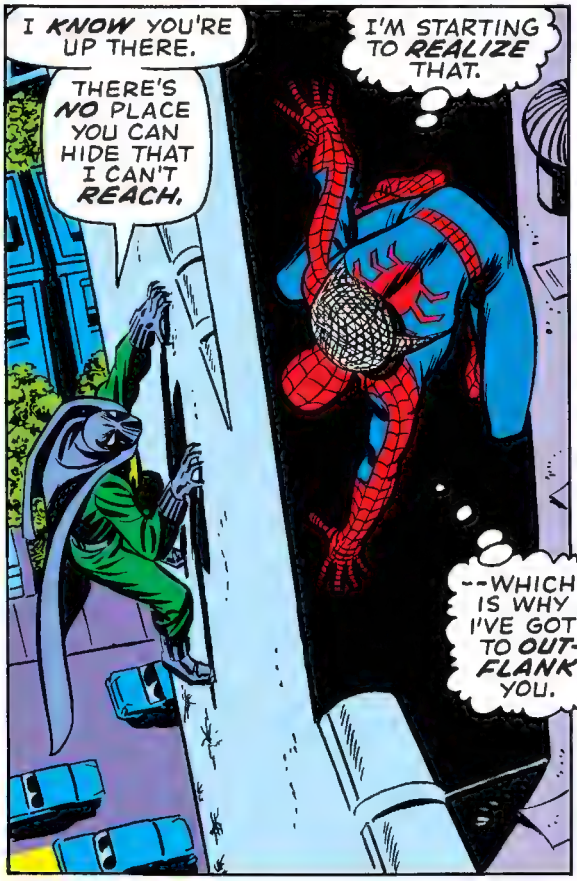

FIRST, I'LL GO BACK TO WHERE I STASHED MY STREET CLOTHES--
THEY'RE DOWN THERE-- JUST BELOW.
AND NOW-- I'M HEADING BACK TO GWENDY.
SINCE MY SECRET IDENTITY HAS ALWAYS BEEN AT THE ROOT OF ALL MY TROUBLES--
IT'S ABOUT TIME I ENDED THE WHOLE BIT.
IF I LOVE GWEN, I'VE GOT TO LEVEL WITH HER.
I'VE GOT TO TELL HER WHO I AM!
HEY--LOOK, UP THERE-- IT'S SPIDER-MAN!
WE'VE GOTTA BRING 'IM IN.
IT'LL BE A CINCH--AS SOON AS WE TEACH THIS JALOPY TO FLY.
LET'S GO AFTER HIM ANYWAY. MAYBE WE'LL GET LUCKY.
THERE MUST BE A WAY TO MAKE HER UNDERSTAND--
TO TELL HER THE TRUTH ABOUT HER FATHER'S DEATH.
I CAN'T SPEND A LIFETIME LIVING A LIE.
THERE SHE IS, BUT--
OH NO-- SHE'S JUST SITTING THERE-- CRYING.


IT SEEMED SO SIMPLE, WHILE I WAS ALONE ON THE ROOFTOPS.
BUT NOW THAT I SEE HER THERE--ALL BROKEN UP--
NO! I MUSTN'T WEAKEN. I'VE GOT TO GO THRU WITH IT.
NO MATTER WHAT HAPPENS--THINGS CAN'T BE ANY WORSE.
I'LL--TAP ON THE WINDOW--
WAIT! WHAT'S THAT?
WHY IS MY SPIDER SENSE STARTING TO TINGLE?
ZASK!
SOME-THING FIRED AT ME!
IF I HADN'T MOVED BACK--
FIRST YOU KILLED HER FATHER--
NOW YOU'RE AFTER THE GIRL.
BUT NOT IF THE PROWLER CAN HELP IT!
IT'S HOBIE BROWN! BUT WHY? WHY?

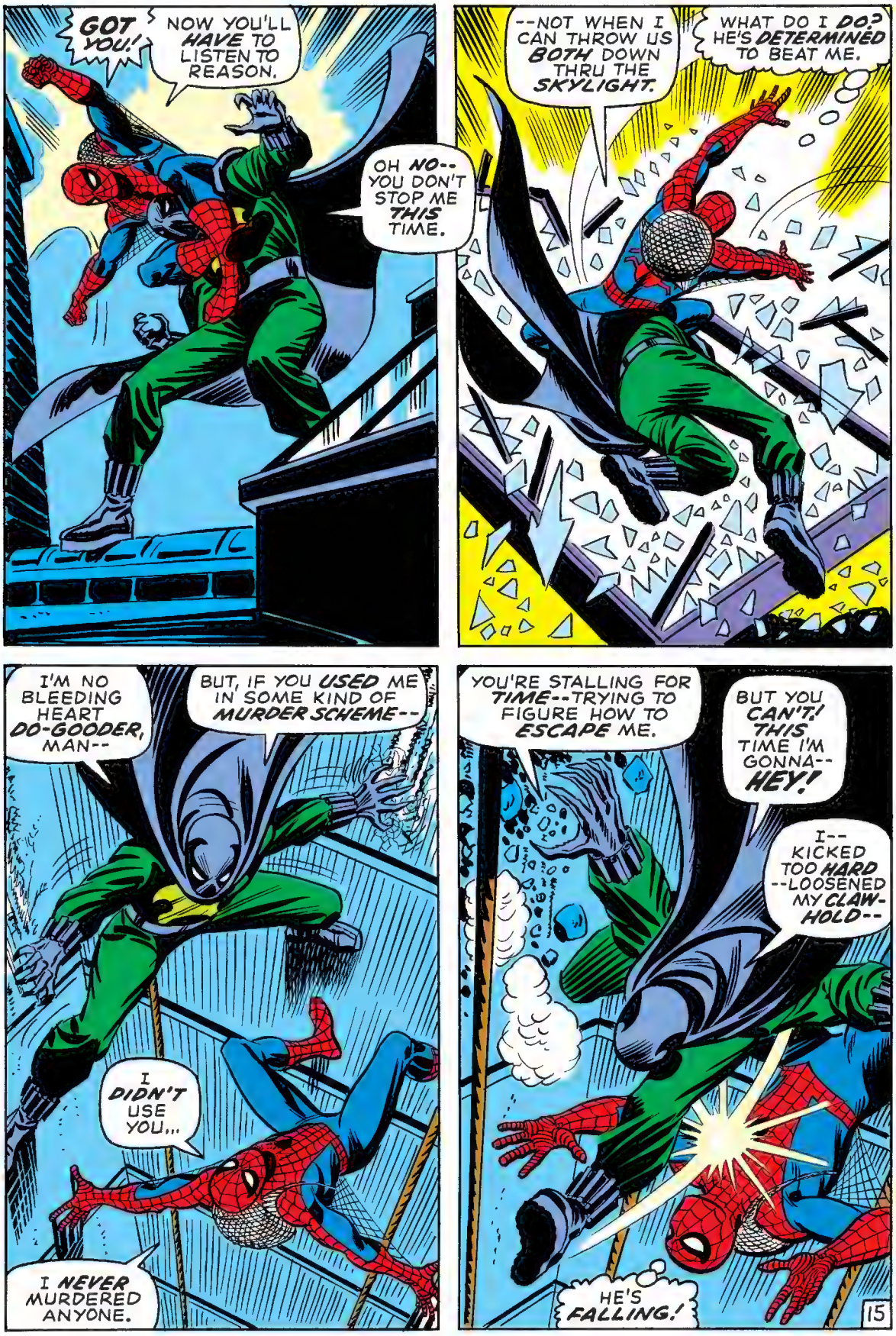

HE MUST HAVE HEARD THE NEWS! HE BELIEVES THE REPORTS--
HE THINKS THAT I KILLED CAPTAIN STACY.
AND NOW HE THINKS I'M AFTER GWEN.
WHAT'S THAT-- OUTSIDE MY WINDOW?
SHE SEES ME-- BUT, THIS ISN'T THE WAY I WANTED IT.
THAT LOOK IN HER EYES--ALL I'VE DONE IS FRIGHTEN HER.
DON'T BE SCARED, KID. HE WON'T HURT YOU.
NOT WITH THE PROWLER HERE.
I CAN'T STAY--IT'S TOO DANGEROUS.
YOU'RE FAST, WALL-CRAWLER --BUT IT WON'T TAKE ME LONG TO GET THE RANGE.
THIS IS TOO MUCH! JUST A FEW DAYS AGO IT WAS ICEMAN WHO ATTACKED ME WITHOUT WARNING*--AND NOW, THE PROWLER!
IT'S AS THOUGH FATE ITSELF IS CONSPIRING TO KEEP ME FROM GWEN.
BUT I WON'T LET ANYTHING KEEP US APART. I WON'T!
GIVE UP, SPIDER-MAN. I'M NOT OUT TO INJURE YOU.
ZASK!
11
*"A FEW DAYS" TO SPIDEY--BUT IT WAS LAST ISH TO US, REMEMBER? --STAN.

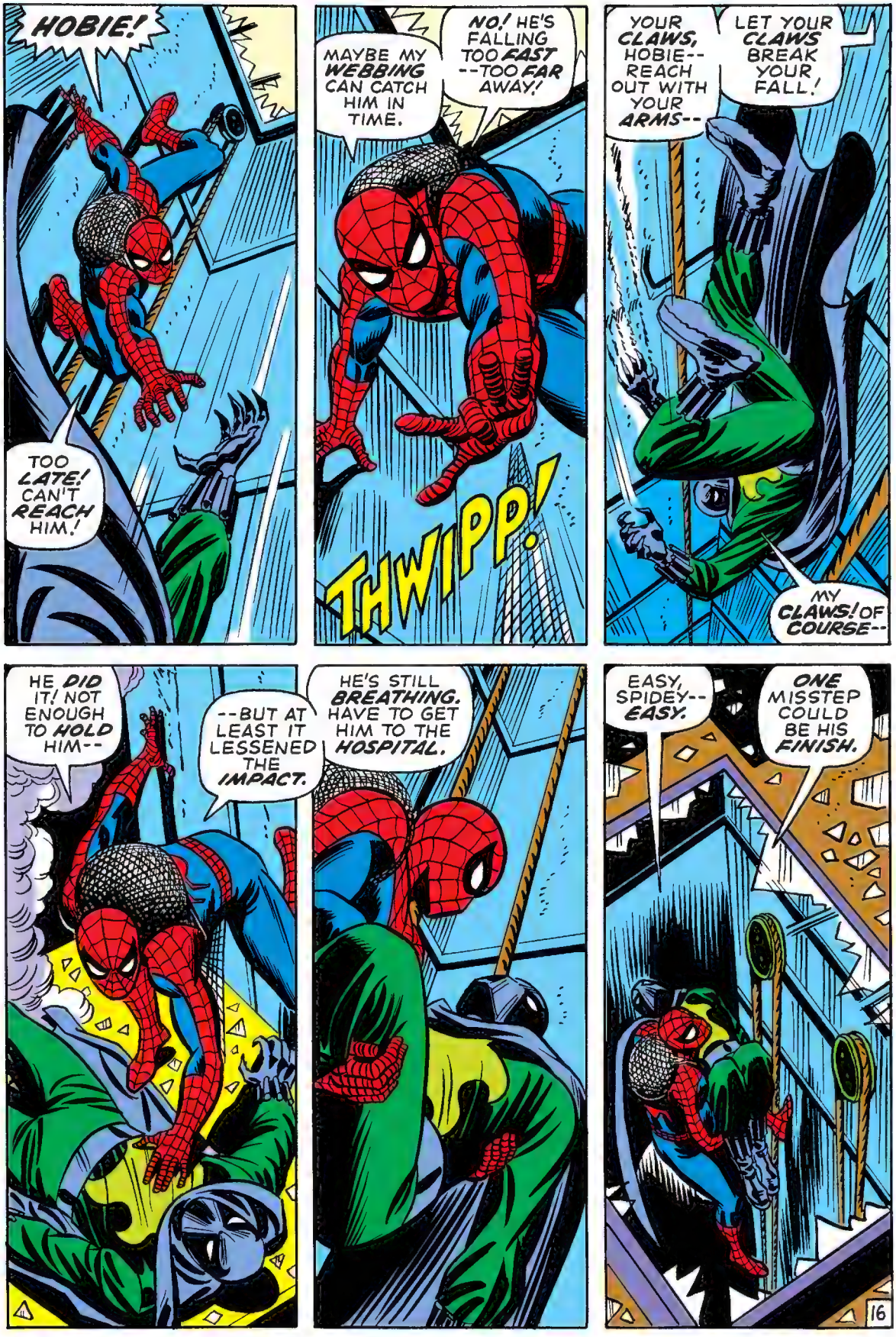

OKAY--IF YOU WANNA DO IT YOUR WAY, THAT'S ALL RIGHT WITH ME.
HOBIE--STAY BACK. YOU'VE GOT IT ALL WRONG, FELLA.
I DIDN'T KILL STACY. I WAS TRYING TO SAVE HIM.
YOU'VE GOTTA BELIEVE ME.
WHY SHOULD I?
EVEN IF YOU WERE GUILTY--YOU'D STILL DENY IT!
12
SO LONG AS YOU'RE WANTED BY THE FUZZ--I'M OUT TO GET YOU.
'SPECIALLY SINCE YOU TRICKED ME INTO HELPING YOU THAT TIME.
IT WASN'T A TRICK.
IF YOU'D JUST LET ME EXPLAIN...
NUTS! WHO AM I KIDDING?
IT'S TOO LATE TO EXPLAIN. TOO LATE FOR ANYTHING.
BUT I'VE GOTTA LEAD HIM AWAY FROM GWEN.
YOU CAN'T KEEP RUNNING FOREVER.
SOONER OR LATER I'LL GET YOU.
13


MY BEST BET IS THE TALLER BUILDINGS--
SINCE HE HAS TO CLIMB AFTER ME, THEY'LL SLOW HIM DOWN.
THERE HE IS. I KNEW WE'D SPOT 'IM AGAIN.
AND THERE'S SOMEONE ELSE AFTER HIM--UP ON THAT ROOF.
CONTACT THE PRECINCT, JOE--ON THE DOUBLE.
I'M 'WAY AHEAD OF YA, CHARLIE.
5

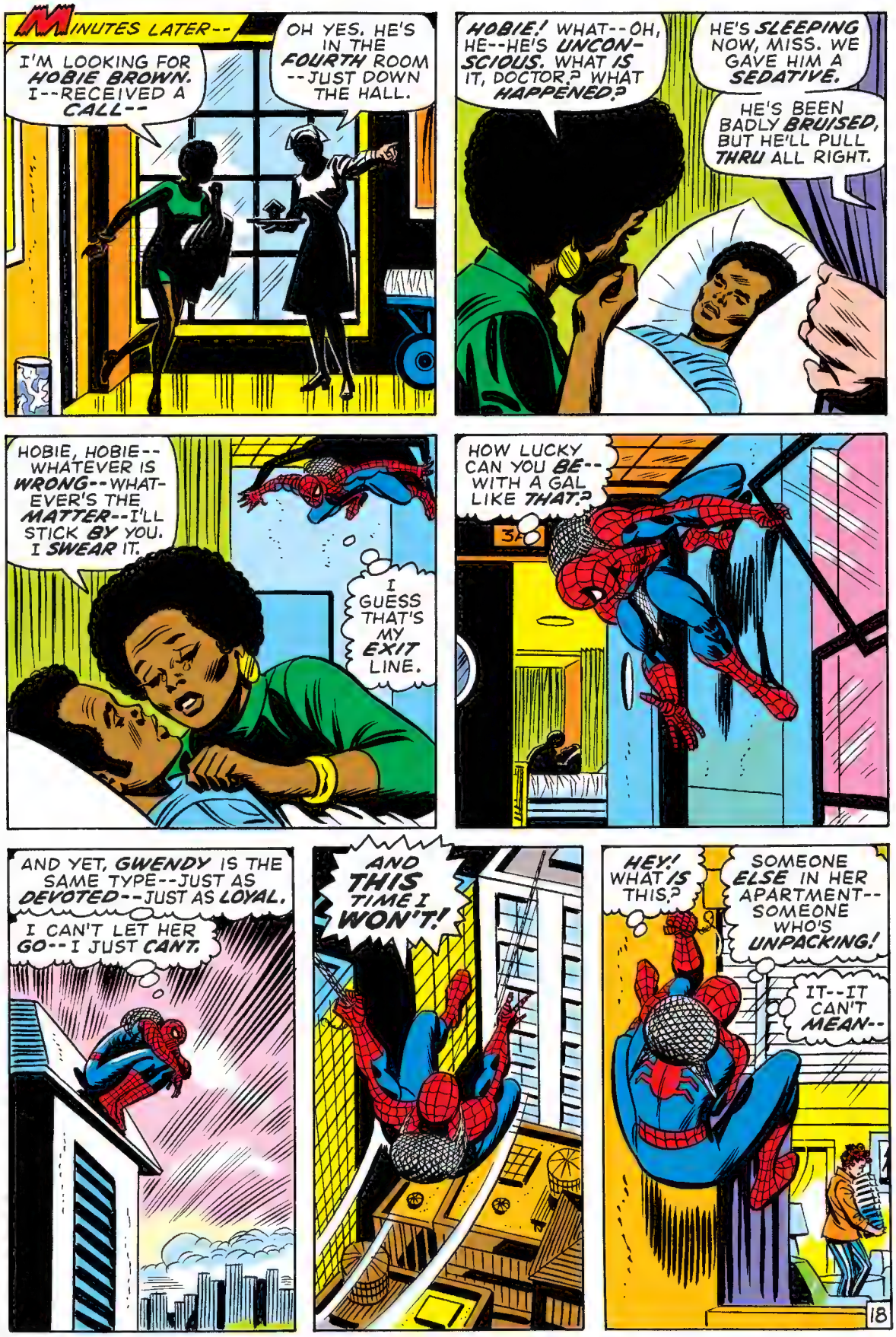

I KNOW YOU'RE UP THERE.
THERE'S NO PLACE YOU CAN HIDE THAT I CAN'T REACH.
I'M STARTING TO REALIZE THAT.
--WHICH IS WHY I'VE GOT TO OUT-FLANK YOU.

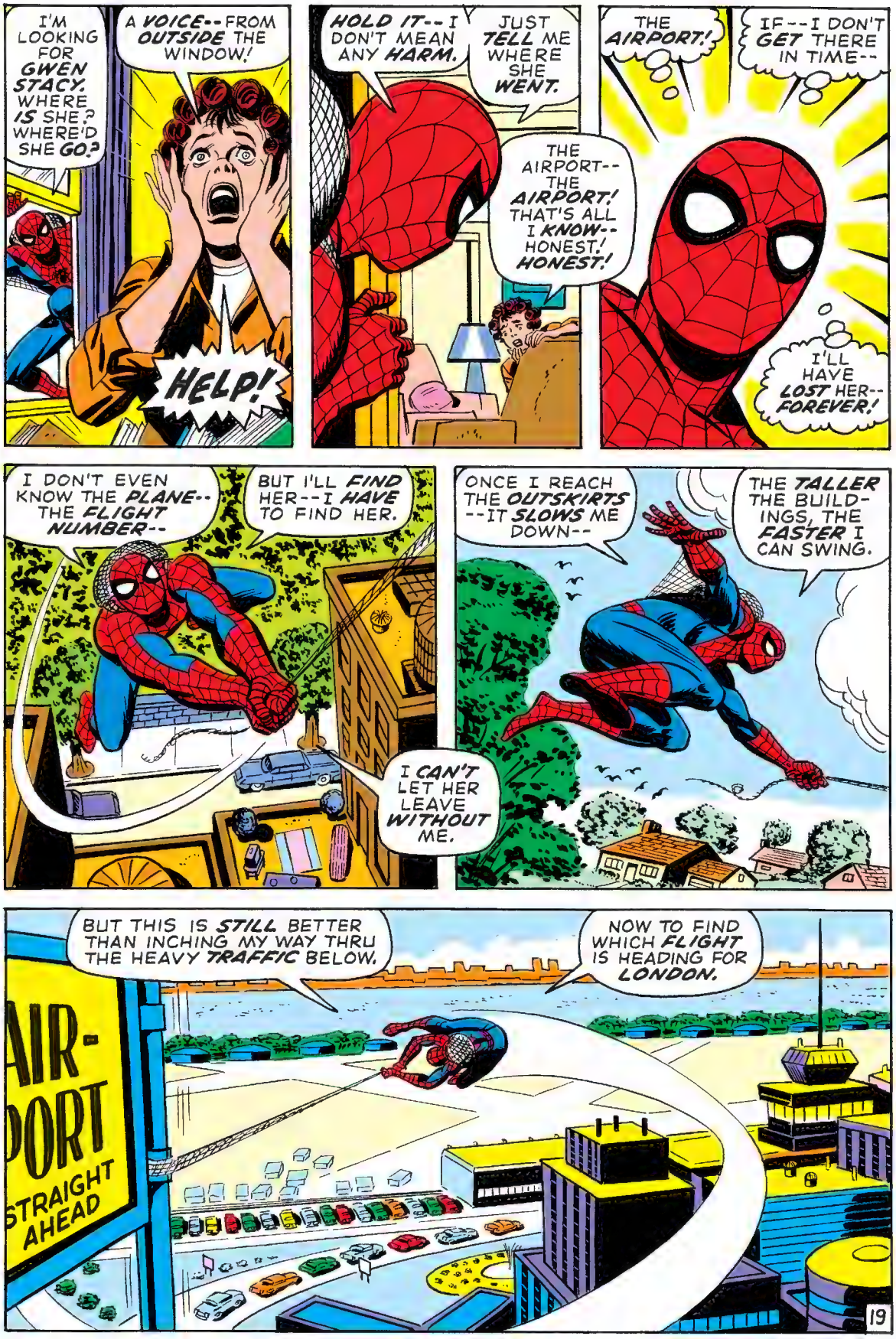
HIDING WON'T HELP. I KNOW YOU'RE HERE SOME-WHERE.
14


GOT YOU!
NOW YOU'LL HAVE TO LISTEN TO REASON.
OH NO-- YOU DON'T STOP ME THIS TIME.
--NOT WHEN I CAN THROW US BOTH DOWN THRU THE SKYLIGHT.
WHAT DO I DO? HE'S DETERMINED TO BEAT ME.
I'M NO BLEEDING HEART DO-GOODER, MAN--
BUT, IF YOU USED ME IN SOME KIND OF MURDER SCHEME--
I DIDN'T USE YOU...
I NEVER MURDERED ANYONE.
YOU'RE STALLING FOR TIME--TRYING TO FIGURE HOW TO ESCAPE ME.
BUT YOU CAN'T! THIS TIME I'M GONNA-- HEY!
I-- KICKED TOO HARD --LOOSENED MY CLAW-HOLD--
HE'S FALLING!
15


HOBIE!
TOO LATE! CAN'T REACH HIM!
MAYBE MY WEBBING CAN CATCH HIM IN TIME.
NO! HE'S FALLING TOO FAST --TOO FAR AWAY!
THWIPP!
YOUR CLAWS, HOBIE-- REACH OUT WITH YOUR ARMS--
LET YOUR CLAWS BREAK YOUR FALL!
MY CLAWS! OF COURSE--
HE DID IT! NOT ENOUGH TO HOLD HIM--
--BUT AT LEAST IT LESSENED THE IMPACT.
HE'S STILL BREATHING. HAVE TO GET HIM TO THE HOSPITAL.
EASY, SPIDEY-- EASY.
ONE MISSTEP COULD BE HIS FINISH.
16

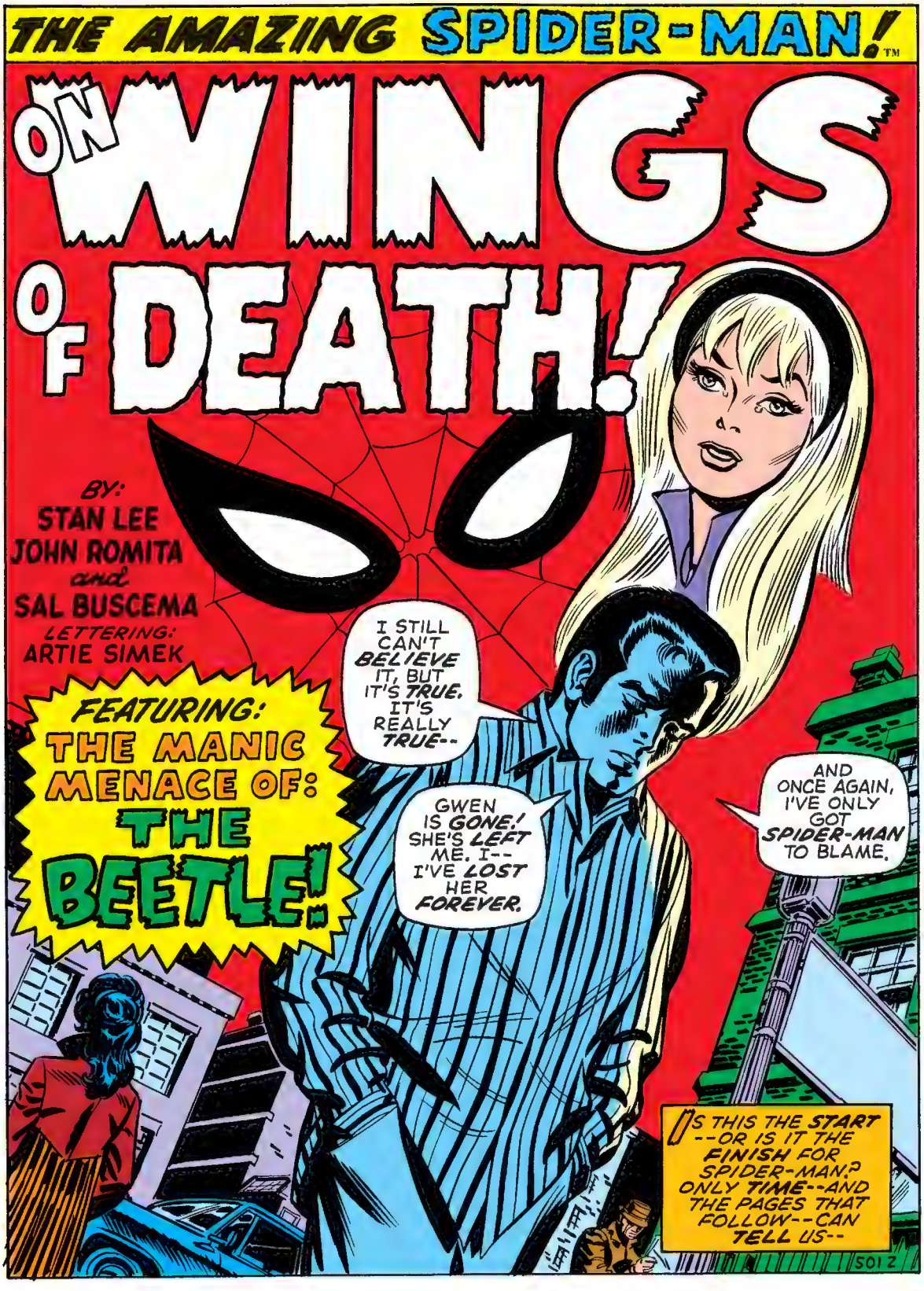
MADE IT.
BUT I'VE GOT TO GET RID OF HIS COSTUME FIRST.
IT'S WHAT I'D WANT HIM TO DO FOR ME.
THE INCINERATOR IS JUST THE THING.
I KNEW IT. THERE HE IS--ON THE ROOF.
HOLD IT, CHARLIE. THERE'S SOMEONE WITH 'IM!
WE CAN'T TAKE ANY CHANCES.
IT'LL TAKE HIM A WHILE TO MAKE ANOTHER COSTUME--WITH ALL THOSE BUILT-IN GADGETS.
AND THE LONGER THE BETTER, FAR AS I'M CONCERNED.
WE'VE GOTTA LET HIM GO.
BUT WE'LL GET 'IM--SOONER OR LATER.
NOW, ALL I'VE GOT TO DO IS FIND AN EMPTY ROOM--
REST EASY, PAL. I'LL CALL THE DESK, AND GET A DOCTOR UP HERE.
SO FAR, SO GOOD.
NOW, JUST ONE MORE CALL--
HE COULDN'T HAVE WALKED HERE ALONE... AND YET--


MINUTES LATER--
I'M LOOKING FOR HOBIE BROWN. I--RECEIVED A CALL--
OH YES. HE'S IN THE FOURTH ROOM --JUST DOWN THE HALL.
HOBIE! WHAT--OH, HE--HE'S UNCONSCIOUS. WHAT IS IT, DOCTOR? WHAT HAPPENED?
HE'S SLEEPING NOW, MISS. WE GAVE HIM A SEDATIVE.
HE'S BEEN BADLY BRUISED, BUT HE'LL PULL THRU ALL RIGHT.
HOBIE, HOBIE--WHATEVER IS WRONG--WHATEVER'S THE MATTER--I'LL STICK BY YOU. I SWEAR IT.
I GUESS THAT'S MY EXIT LINE.
HOW LUCKY CAN YOU BE--WITH A GAL LIKE THAT?
AND YET, GWENDY IS THE SAME TYPE--JUST AS DEVOTED--JUST AS LOYAL.
I CAN'T LET HER GO--I JUST CAN'T.
AND THIS TIME I WON'T!
HEY! WHAT IS THIS?
SOMEONE ELSE IN HER APARTMENT--SOMEONE WHO'S UNPACKING!
IT--IT CAN'T MEAN--
18


I'M LOOKING FOR GWEN STACY. WHERE IS SHE? WHERE'D SHE GO?
A VOICE--FROM OUTSIDE THE WINDOW!
HELP!
HOLD IT--I DON'T MEAN ANY HARM.
JUST TELL ME WHERE SHE WENT.
THE AIRPORT--THE AIRPORT! THAT'S ALL I KNOW--HONEST! HONEST!
THE AIRPORT!
IF--I DON'T GET THERE IN TIME--
I'LL HAVE LOST HER--FOREVER!
I DON'T EVEN KNOW THE PLANE--THE FLIGHT NUMBER--
BUT I'LL FIND HER--I HAVE TO FIND HER.
I CAN'T LET HER LEAVE WITHOUT ME.
ONCE I REACH THE OUTSKIRTS--IT SLOWS ME DOWN--
THE TALLER THE BUILDINGS, THE FASTER I CAN SWING.
BUT THIS IS STILL BETTER THAN INCHING MY WAY THRU THE HEAVY TRAFFIC BELOW.
NOW TO FIND WHICH FLIGHT IS HEADING FOR LONDON.
AIR-
PORT
STRAIGHT AHEAD
19

BUT FIRST, THOUGH I HATE TO WASTE THE PRECIOUS SECONDS--
--I'VE GOT TO CHANGE TO PETER PARKER.
I'LL NEVER REACH HER IF I CAUSE A RIOT WITH EVERY STEP.
KEEP OUT
THE INFORMATION DESK--WHERE--? THERE IT IS--STRAIGHT AHEAD.
THE EARLIEST FLIGHT FOR LONDON?
IT'S JUST DEPARTING.
NOW?
GWEN!
SHE--SHE'S GONE. I'VE LOST HER.
I'VE LOST--EVERY-THING.
JUST WHEN I NEEDED IT THE MOST--EVEN MY SPIDER POWER FAILED ME.
MY SPIDER POWER...WHEN I THINK WHAT IT'S COST ME--OVER THE YEARS--
THE HEART-ACHES--THE AGONY--THE SORROW--
AND NOW--
IT'S COST ME--THE GIRL THAT I LOVE.
NEXT: THE WINGS OF THE WICKED!

SPIDER-MAN
15¢
94
MAR
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
ON WINGS OF DEATH!
MARVEL COMICS GROUP
IT'S TRUE! IT'S TRUE!
AUNT MAY
AT THE MERCY OF THE BLOODTHIRSTY
BEETLE!
IN THE SAME EPIC SAGA--A SUPER-SPECIAL BONUS--
SPIDEY'S ORIGIN RE-TOLD!


THE AMAZING SPIDER-MAN!™
ON WINGS OF DEATH!
BY:
STAN LEE
JOHN ROMITA
and
SAL BUSCEMA
LETTERING:
ARTIE SIMEK
FEATURING:
THE MANIC MENACE OF:
THE BEETLE!
I STILL CAN'T BELIEVE IT, BUT IT'S TRUE. IT'S REALLY TRUE--
GWEN IS GONE! SHE'S LEFT ME. I-- I'VE LOST HER FOREVER.
AND ONCE AGAIN, I'VE ONLY GOT SPIDER-MAN TO BLAME.
IS THIS THE START --OR IS IT THE FINISH FOR SPIDER-MAN? ONLY TIME--AND THE PAGES THAT FOLLOW--CAN TELL US--
501 2

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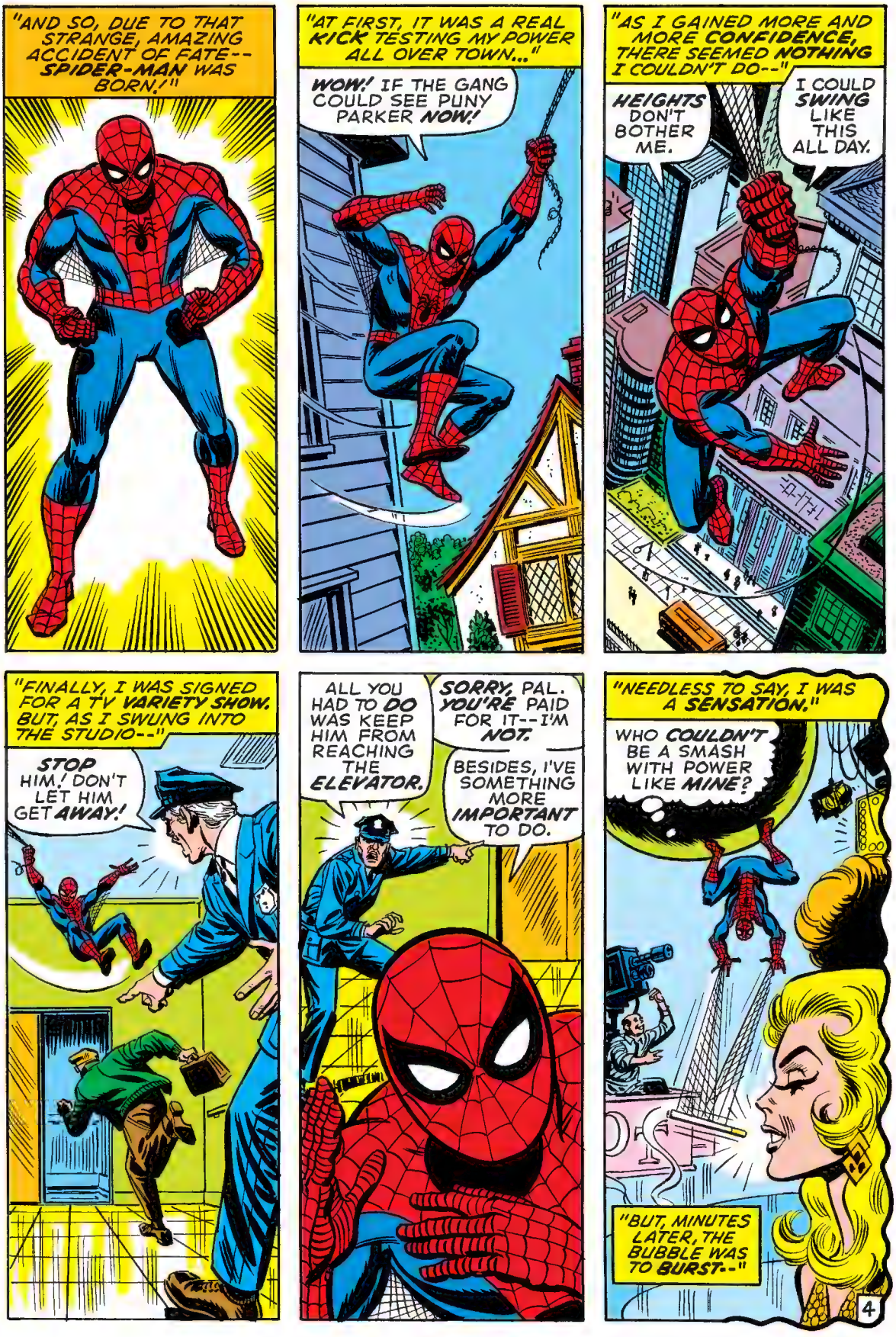
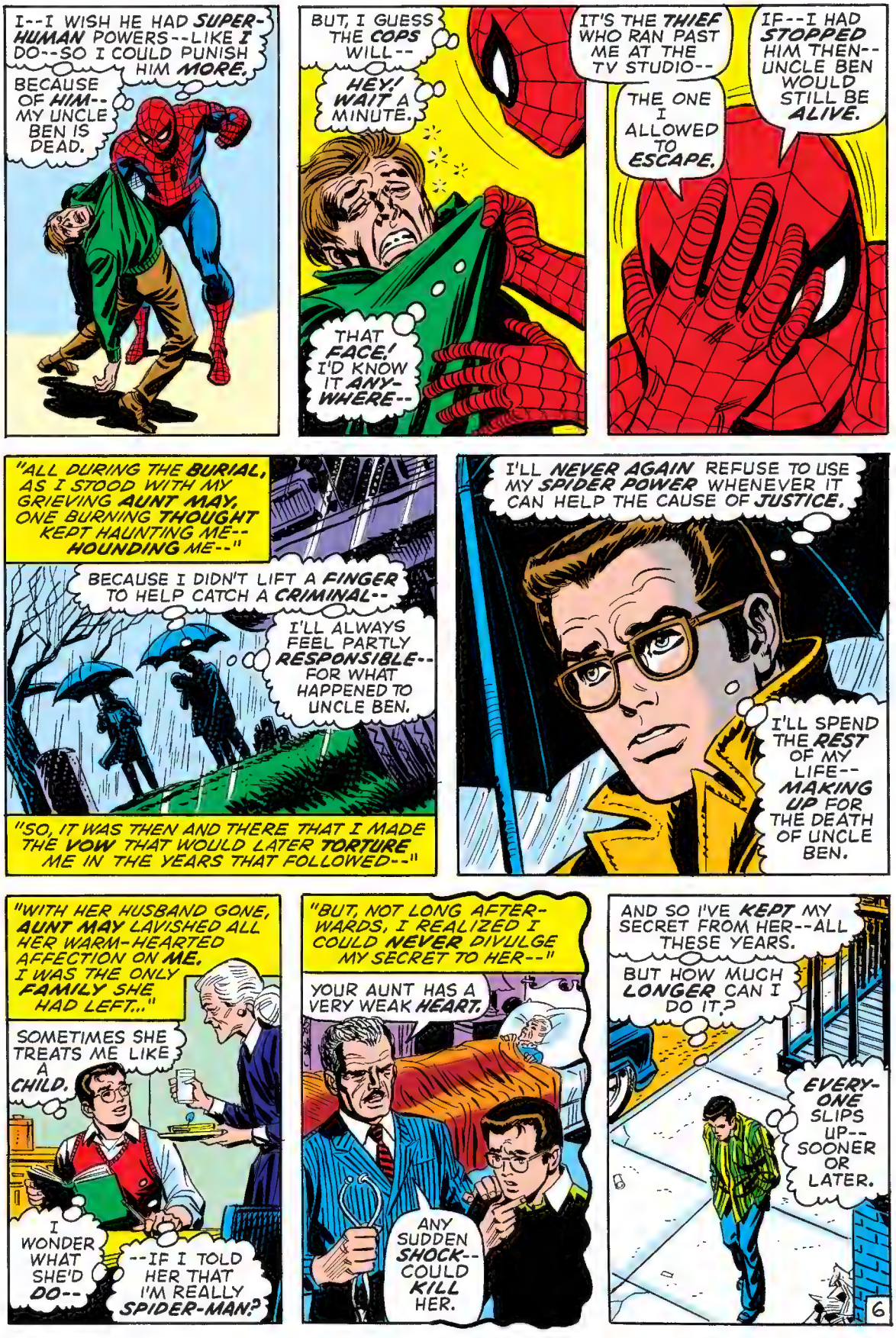
EVERYTHING BAD THAT'S EVER HAPPENED TO ME--ALL OF MY LIFE--
WAS BECAUSE OF MY SECRET IDENTITY...
--BECAUSE OF-- SPIDER-MAN.
BUT, I WASN'T BORN WITH SPIDER POWERS --I WASN'T BORN WEARING AN ICKY COSTUME...
I DON'T HAVE TO STAY THIS WAY.
NOTHING'S STOPPING ME FROM GIVING IT ALL UP.
SOMETIMES--I ALMOST HATE TO THINK BACK--TO REMEMBER HOW IT WAS-- WHEN IT ALL STARTED--
I NEVER DREAMED WHAT I WAS GETTING INTO...
"IT WAS A SCIENCE LECTURE--LIKE ANY OTHER--OR, SO I THOUGHT--"
RADIOACTIVITY... WHAT A FASCINATING SUBJECT.
NOW, IF YOU'LL ALL GIVE ME YOUR CLOSE ATTENTION--
WE KNOW SO MUCH, YET SO LITTLE ABOUT IT.
"IT WAS A ONE IN A BILLION CHANCE-- AN ACCIDENT THAT COULDN'T HAPPEN-- AND YET--IT DID."
"A LONE SPIDER, SILENTLY DESCENDING, WAS UNWITTINGLY SUBJECTED TO A BLAST OF POWERFUL RADIATION--"
"AND, MINUTES LATER, AS IT KEPT SLOWLY LOWERING ITSELF ON A THIN STRAND OF WEBBING--"
"I FELT A SUDDEN PAIN IN MY HAND--"
OWW! WHAT THE--?
SOMETHING BIT ME.
THWAK
IT WAS JUST A SPIDER.
BUT--WHY DO I FEEL SO-- STRANGE?
2

"EVEN WALKING HOME, I COULDN'T SHAKE THE ODD, UNFAMILIAR SENSATION WHICH TINGLED THRU MY BODY. THEN, AS A COUPLE OF LOCAL CREEPS TRIED TO PICK A FIGHT WITH ME--"
HERE'S SOMETHIN' FOR YA, PUNY PARKER.
I--HARDLY FELT IT.
CAN'T BECOME A PUNCHING BAG.
I'VE GOT TO FIGHT BACK--SOMEHOW.
BTOK!
HEY--
TAKE OFF, MAN. NOBODY CAN PUNCH LIKE THAT!
I--SNAPPED A LAMP-POST--WITH MY BARE FIST!
BUT HOW? HOW?
WHAT'S HAPPENING TO ME?
"I WAS SO SHAKEN BY WHAT HAPPENED, THAT I DIDN'T HEAR AN APPROACHING CAR AS I STEPPED OFF THE CURB --UNTIL--"
HE CAN'T STOP IN TIME!
HAVE TO JUMP FOR SAFETY!
BUT--HOW DID I JUMP SO HIGH?
AND HOW CAN I CLING TO THE SHEER WALL LIKE THIS?
I'M CLIMBING UP--EASY AS A SPIDER!
"SPIDER! THAT GAVE ME THE CLUE. I RACED BACK TO MY ROOM--"
IF THE SPIDER THAT BIT ME WAS RADIO-ACTIVE--
--IT AFFECTED MY BLOOD. I'VE GAINED HIS POWERS!
AND, THAT MEANS--
"IN THE DAYS THAT FOLLOWED, I DREAMED UP MY WEB-SHOOTER--"
ALL I NEED DO IS HIT THE BUTTON.
IT WORKS. I CAN SNARE ANY-THING.
AND MY SPIDER POWER GIVES ME SUPERHUMAN AIM AND CONTROL.
THERE MUST BE SOME WAY TO MAKE MONEY OUT OF ALL THIS.
FZAK!
"I CAN'T REMEMBER WHAT MADE ME DO IT--BUT, BEFORE LONG, I HAD DE-SIGNED MYSELF A COSTUME."
3


"AND SO, DUE TO THAT STRANGE, AMAZING ACCIDENT OF FATE--SPIDER-MAN WAS BORN!"
"AT FIRST, IT WAS A REAL KICK TESTING MY POWER ALL OVER TOWN..."
WOW! IF THE GANG COULD SEE PUNY PARKER NOW!
"AS I GAINED MORE AND MORE CONFIDENCE, THERE SEEMED NOTHING I COULDN'T DO--"
HEIGHTS DON'T BOTHER ME.
I COULD SWING LIKE THIS ALL DAY.
"FINALLY, I WAS SIGNED FOR A TV VARIETY SHOW. BUT, AS I SWUNG INTO THE STUDIO--"
STOP HIM! DON'T LET HIM GET AWAY!
ALL YOU HAD TO DO WAS KEEP HIM FROM REACHING THE ELEVATOR.
SORRY, PAL. YOU'RE PAID FOR IT--I'M NOT.
BESIDES, I'VE SOMETHING MORE IMPORTANT TO DO.
"NEEDLESS TO SAY, I WAS A SENSATION."
WHO COULDN'T BE A SMASH WITH POWER LIKE MINE?
"BUT, MINUTES LATER, THE BUBBLE WAS TO BURST--"
4

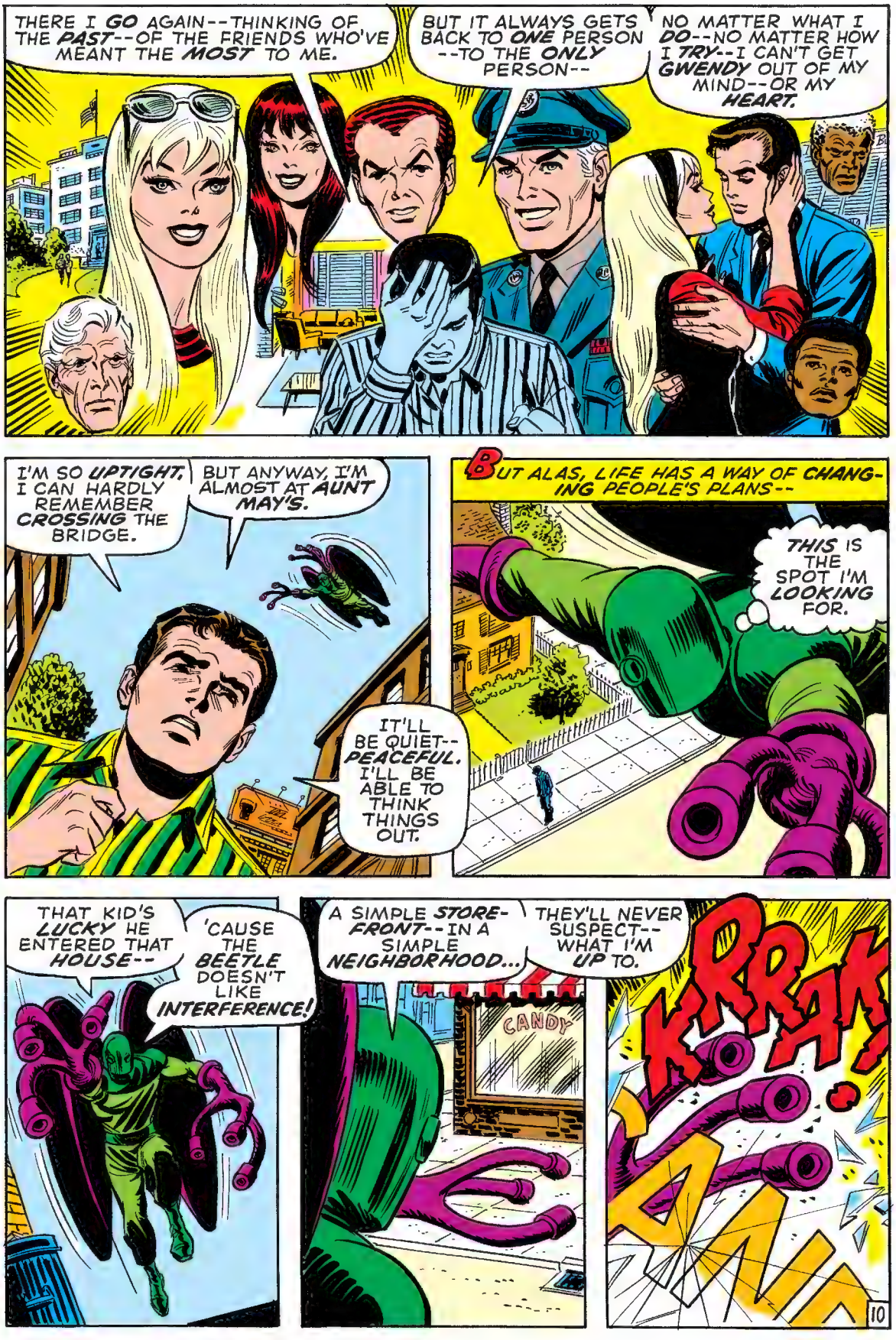
EVEN NOW--AFTER ALL THESE YEARS--I STILL GET THE SHAKES WHEN I THINK OF IT.
RETURNING HOME FROM THE STUDIO, I FOUND A COP OUTSIDE...
IT'S YOUR UNCLE, SON--HE'S DEAD.
A BURGLAR BROKE INTO THE HOUSE--SHOT HIM WHEN HE WAS DISCOVERED.
BUT DON'T WORRY--HE'S HOLED UP IN A WARE-HOUSE. WE'LL TAKE HIM.
N.Y.P.D.
UNCLE BEN! OH NO--NO!
"UNCLE BEN AND AUNT MAY WERE ALL THE FAMILY I HAD. THEY HAD BROUGHT ME UP--CARED FOR ME--"
COME BACK, WAIT! THERE'S NOTHING--
I'LL GET HIM--I SWEAR IT! I'LL GET HIM!
SPIDER-MAN CAN REACH THE WAREHOUSE BEFORE THE COPS--
OVER THERE--HIDING IN THE SHADOWS--IT MUST BE HIM.
KA-KASH!
WHAT THE--?!!
KRAK!
SOME NUT IN A COSTUME!
WELL, WHOEVER YOU ARE--THIS'LL STOP YA!
HEY--HOW CAN YA--MOVE SO FAST?
MY SECOND SHOT'LL GET--WHA--?!!
YOU'VE HAD IT, RAT--
THWIPP!
YOU'LL NEVER SHOOT ANYONE--NOT EVER AGAIN.
5

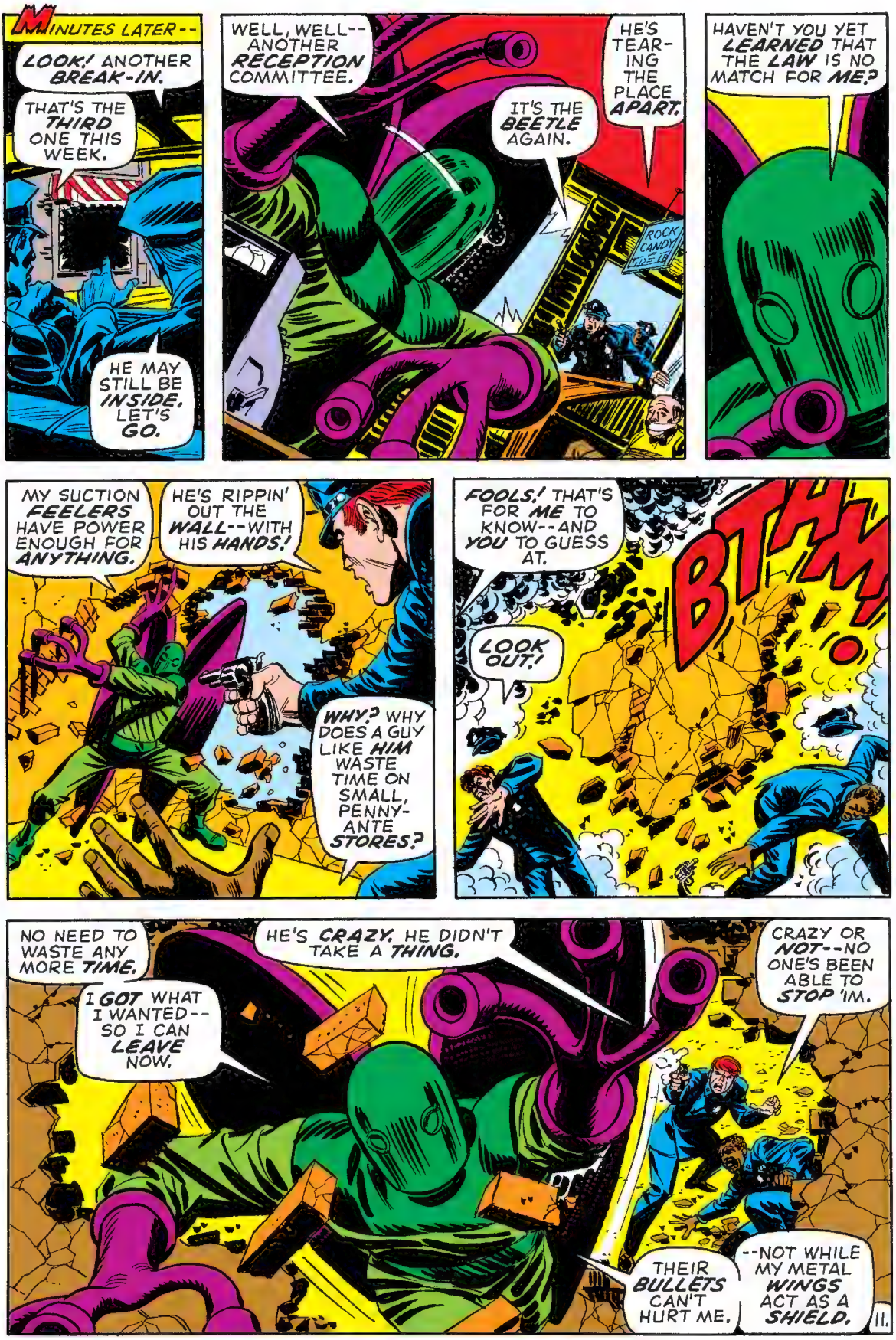

I--I WISH HE HAD SUPER-HUMAN POWERS--LIKE I DO--SO I COULD PUNISH HIM MORE.
BECAUSE OF HIM--MY UNCLE BEN IS DEAD.
BUT, I GUESS THE COPS WILL--
HEY! WAIT A MINUTE.
THAT FACE! I'D KNOW IT ANY-WHERE--
IT'S THE THIEF WHO RAN PAST ME AT THE TV STUDIO--
THE ONE I ALLOWED TO ESCAPE.
IF--I HAD STOPPED HIM THEN--UNCLE BEN WOULD STILL BE ALIVE.
"ALL DURING THE BURIAL, AS I STOOD WITH MY GRIEVING AUNT MAY, ONE BURNING THOUGHT KEPT HAUNTING ME--HOUNDING ME--"
BECAUSE I DIDN'T LIFT A FINGER TO HELP CATCH A CRIMINAL--
I'LL ALWAYS FEEL PARTLY RESPONSIBLE--FOR WHAT HAPPENED TO UNCLE BEN.
"SO, IT WAS THEN AND THERE THAT I MADE THE VOW THAT WOULD LATER TORTURE ME IN THE YEARS THAT FOLLOWED--"
I'LL NEVER AGAIN REFUSE TO USE MY SPIDER POWER WHENEVER IT CAN HELP THE CAUSE OF JUSTICE.
I'LL SPEND THE REST OF MY LIFE--MAKING UP FOR THE DEATH OF UNCLE BEN.
"WITH HER HUSBAND GONE, AUNT MAY LAVISHED ALL HER WARM-HEARTED AFFECTION ON ME. I WAS THE ONLY FAMILY SHE HAD LEFT..."
SOMETIMES SHE TREATS ME LIKE A CHILD.
I WONDER WHAT SHE'D DO--
--IF I TOLD HER THAT I'M REALLY SPIDER-MAN?
"BUT, NOT LONG AFTER-WARDS, I REALIZED I COULD NEVER DIVULGE MY SECRET TO HER--"
YOUR AUNT HAS A VERY WEAK HEART.
ANY SUDDEN SHOCK--COULD KILL HER.
AND SO I'VE KEPT MY SECRET FROM HER--ALL THESE YEARS.
BUT HOW MUCH LONGER CAN I DO IT?
EVERY-ONE SLIPS UP--SOONER OR LATER.
6

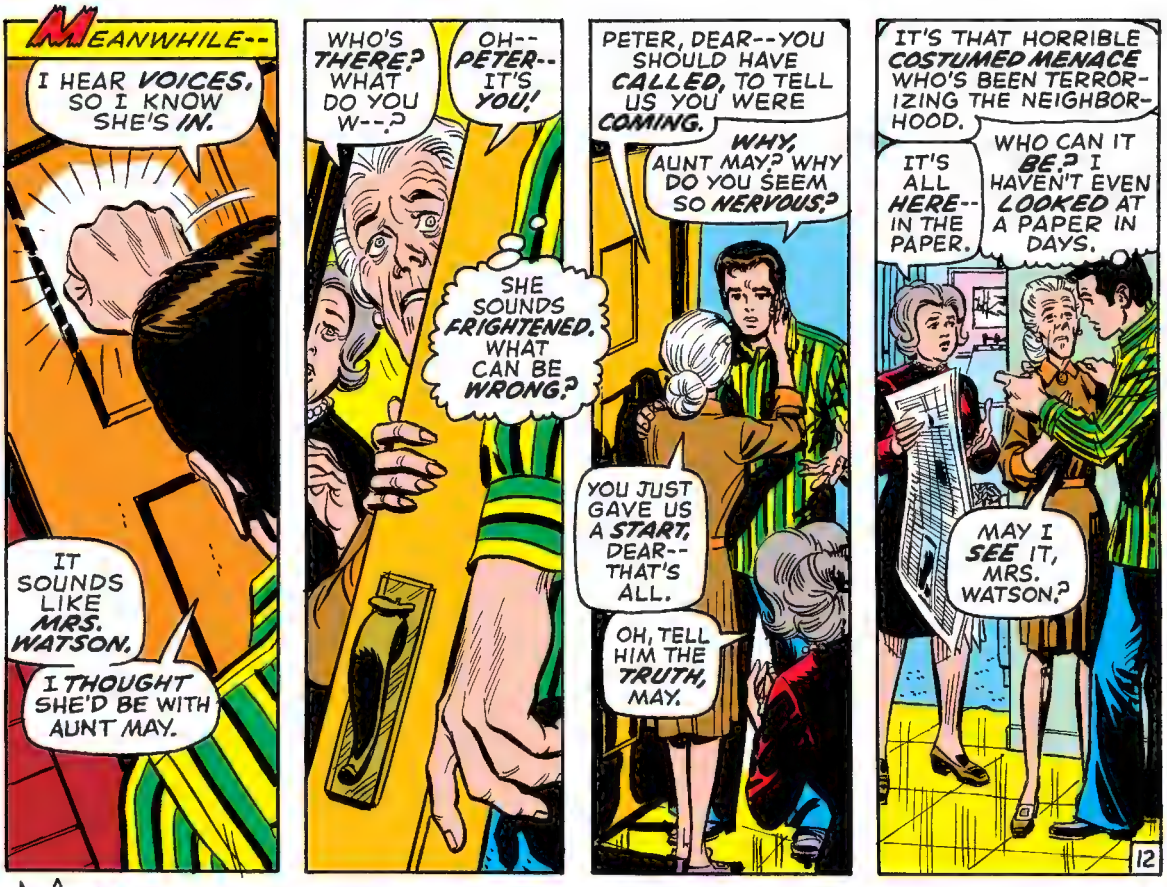
"I'VE BEEN LUCKY SO FAR. BUT CAN I CONTINUE TO FIGHT THE MOST POWERFUL, MOST MURDEROUS MENACES OF ALL--AND STILL KEEP MY SECRET IDENTITY FROM AUNT MAY--AND FROM THE REST OF THE WORLD? ALL IT'LL TAKE IS ONE DEFEAT--ONE CHANCE FOR SOME ENEMY TO UNMASK ME--AND IT'LL BE OVER--FOREVER."
NOTE: IF YOU CAN NAME ALL OF THESE SNARLIN' SPIDEY-FOES, AND ADD AT LEAST FIVE MORE TO THE LIST, CONSIDER YOURSELF A TRUE S.S.(SPIDOPHILE SUPREME).--STAN.

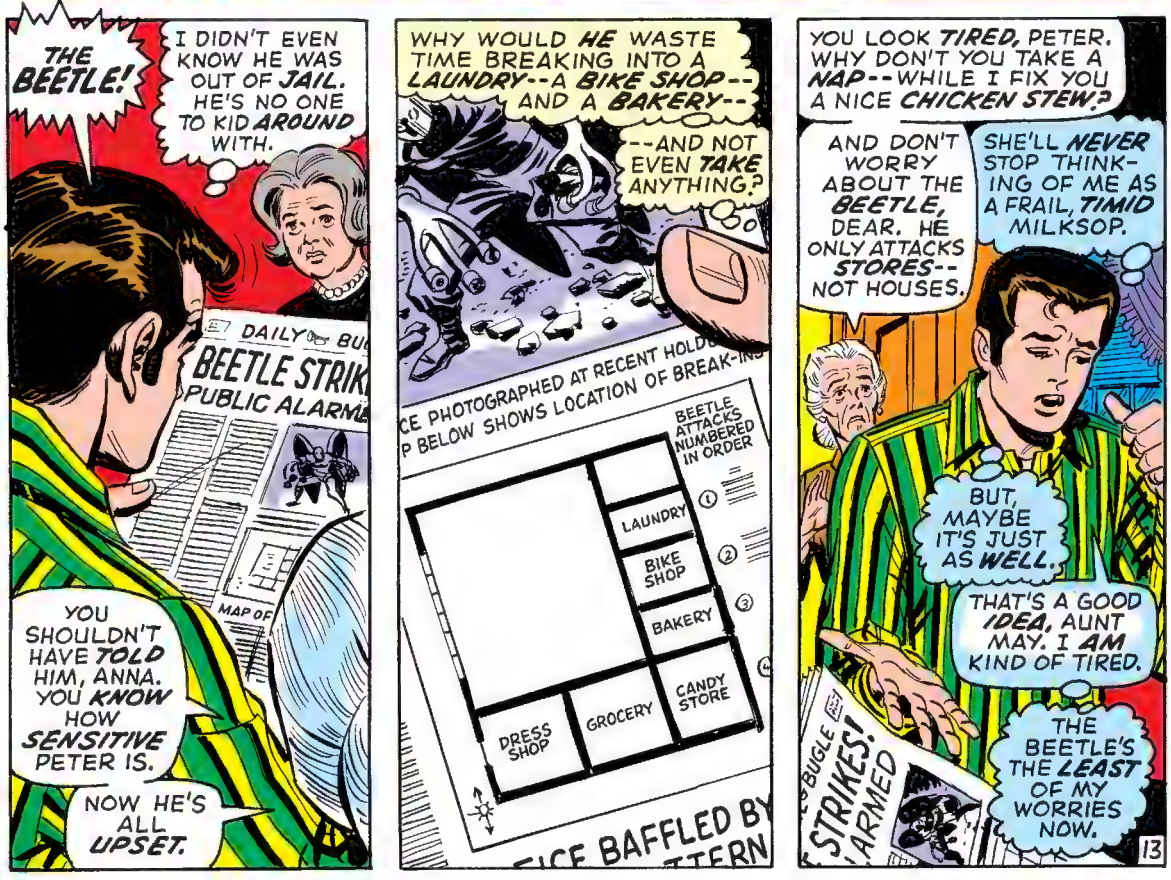
I'VE BEEN WALKING FOR HOURS--THINKING FOR HOURS--AND I'M MORE UNDECIDED THAN EVER
THERE'S THE BUGLE BUILDING. DID MY SUBCONSCIOUS MAKE ME WALK HERE --OR IS IT JUST COINCIDENCE?
DAILY BUGLE
NUTS. EITHER WAY--WHO CARES?
I'VE MORE ON MY MIND THAN SELLING A FEW CRUMMY PHOTOS TO THAT TIGHTWAD JAMESON.
AND THERE'S NOTHING IN THAT RAG OF HIS THAT COULD INTEREST ME NOW.
CRIME
ONLY IN TODAY'S BUGLE
BEETLE AT LARGE!
DON'T BE TOO SURE OF THAT, PETE. FATE MAY HAVE A LITTLE SURPRISE IN STORE FOR YOU.
PETER PARKER! I HAVEN'T SEEN YOU IN AGES.
HUH.? OH--HI, BETTY.
HOPE SHE'S NOT IN THE MOOD FOR A LONG CONVERSATION.
IS ANYTHING WRONG? HAVE YOU GIVEN UP TAKING NEWS PHOTOS?
EVEN MR. JAMESON WAS WONDERING WHERE YOU'VE BEEN KEEPING YOURSELF.
S'MATTER? HE MISSES HIS FAVORITE WHIPPING BOY?
DAILY BUGLE
I'VE--JUST BEEN BUSY--THAT'S ALL.
IF HE GETS TOO LONELY WITHOUT ME, HE CAN ALWAYS GO TO THE CEMETERY AND CHUCKLE OVER THE TOMBSTONES.
SEE YOU AROUND, LADY.
NOW WHY DID I HAVE TO SNAP AT HER LIKE THAT?
"BETTY BRANT WAS THE FIRST GIRL I EVER LOVED--OR THOUGHT I DID. IT WAS ONLY A FEW YEARS AGO THAT WE BROKE UP--AGAIN, BECAUSE OF SPIDER-MAN."
BECAUSE OF MY SECRET--IT'S BETTER THIS WAY--
FOR BOTH OF US.
"BUT, I MUSTN'T THINK OF BETTY --'CAUSE SHE REMINDS ME OF GWEN--AND THAT'S TOO MUCH TO BEAR."
"AND YET, EVERYTHING I THINK OF--REMINDS ME OF SOMETHING ELSE--"
"I REMEMBER HOW I TRIED TO FORGET BETTY--BY GOING INTO ACTION--JUST AS I'VE DONE LATELY--BECAUSE OF GWEN..."

"IT SEEMS LIKE YESTERDAY THAT I WAS CONCENTRATING ON MY NEWS PHOTOS-- WITH MY AUTOMATIC CAMERA--"
EVERY-THING'S ALL SET NOW.
I'LL JUST HANG THE CAMERA HERE--
--AND BECOME THE STAR OF MY OWN LITTLE FILM FESTIVAL.
"JAMESON NEVER COULD FIGURE OUT HOW I GOT SUCH GREAT SHOTS OF SPIDEY IN ACTION--"
WELL? WHAT DO YOU THINK OF THEM?
YOU SURE WERE JOHNNY-ON-THE SPOT, PARKER.
"--HE WAS ALWAYS TOO BUSY FIGURING OUT HOW TO ROB ME--"
I CAN'T PAY YOU FULL PRICE FOR THEM.
THE PICTURES ARE CRUMMY, KID--YOU KNOW THAT.
BUT, LUCKY FOR YOU, I'M KIND-HEARTED--
SO I'LL TAKE THEM OFF YOUR HANDS.
"I WAS ALWAYS SHORT-CHANGED--BY JAMESON-- AND MAYBE BY LIFE ITSELF."
DON'T BOTHER THANKING ME. I CAN'T HELP BEING GENEROUS.
IT'S HALF WHAT THEY'RE WORTH.
BUT--IT'S BETTER THAN NOTHING-- AND HE KNOWS IT.
WHAT AM I REHASHING THE PAST FOR? WHAT GOOD CAN IT DO ME?
IF I KEEP GOING THIS WAY, I'LL BE RIPE FOR A PADDED CELL.
I MIGHT AS WELL WALK OVER THE BRIDGE AND VISIT AUNT MAY.
WHAT WITH EVERYTHING THAT'S BEEN HAPPENING TO ME LATELY, I HAVEN'T EVEN HAD TIME TO SEE HER.
NO, I'VE BEEN SO BUSY PLAY-ING WEB-SPINNER, I HAVEN'T HAD TIME FOR ANYONE WHO REALLY MATTERS.

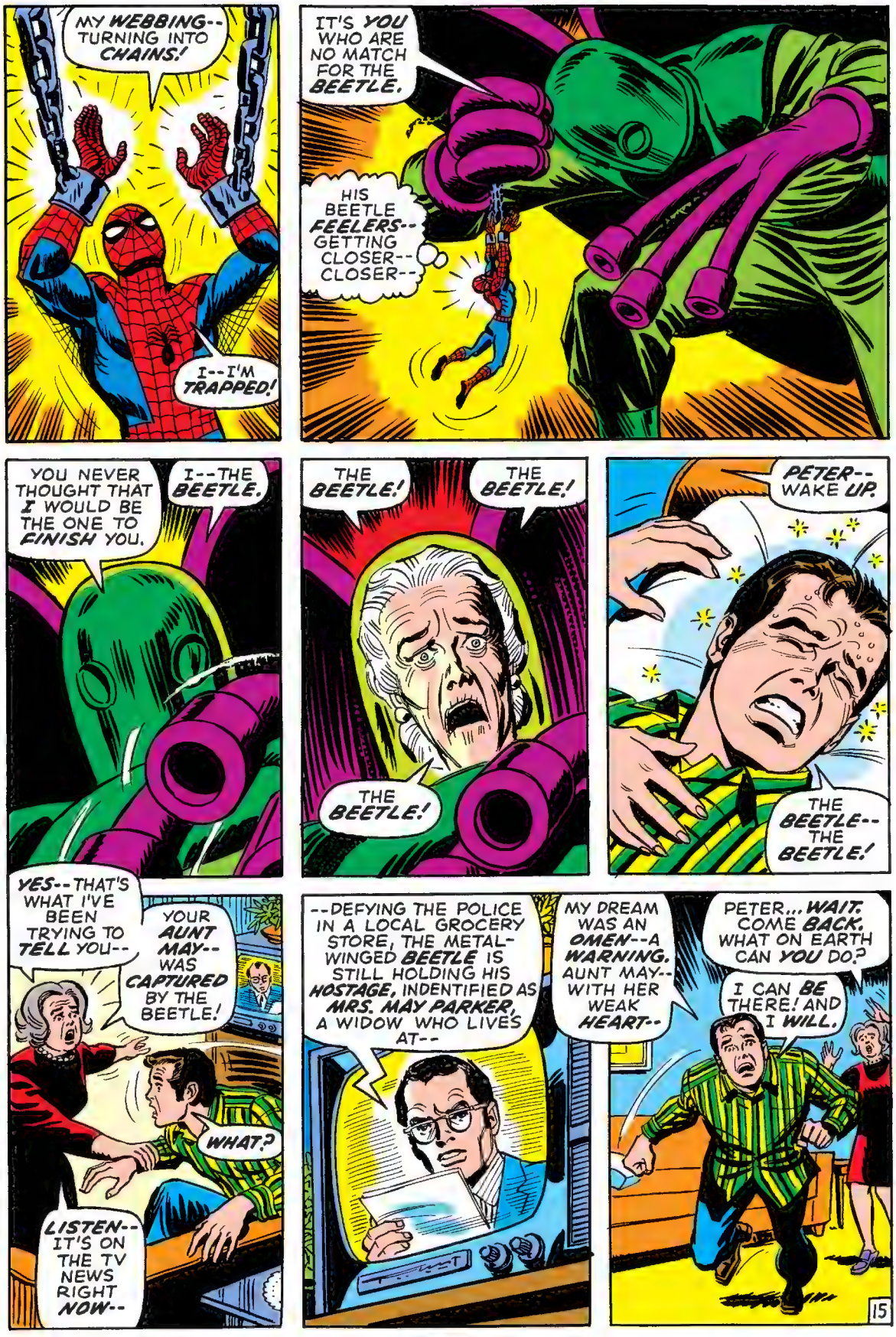

THERE I GO AGAIN--THINKING OF THE PAST--OF THE FRIENDS WHO'VE MEANT THE MOST TO ME.
BUT IT ALWAYS GETS BACK TO ONE PERSON --TO THE ONLY PERSON--
NO MATTER WHAT I DO--NO MATTER HOW I TRY--I CAN'T GET GWENDY OUT OF MY MIND--OR MY HEART.
I'M SO UPTIGHT, I CAN HARDLY REMEMBER CROSSING THE BRIDGE.
BUT ANYWAY, I'M ALMOST AT AUNT MAY'S.
IT'LL BE QUIET--PEACEFUL. I'LL BE ABLE TO THINK THINGS OUT.
BUT ALAS, LIFE HAS A WAY OF CHANGING PEOPLE'S PLANS--
THIS IS THE SPOT I'M LOOKING FOR.
THAT KID'S LUCKY HE ENTERED THAT HOUSE--
'CAUSE THE BEETLE DOESN'T LIKE INTERFERENCE!
A SIMPLE STORE-FRONT--IN A SIMPLE NEIGHBORHOOD...
CANDY
THEY'LL NEVER SUSPECT--WHAT I'M UP TO.
KRAK
KOA
AIN
10


MINUTES LATER--
LOOK! ANOTHER BREAK-IN.
THAT'S THE THIRD ONE THIS WEEK.
HE MAY STILL BE INSIDE. LET'S GO.
WELL, WELL--ANOTHER RECEPTION COMMITTEE.
HE'S TEARING THE PLACE APART.
IT'S THE BEETLE AGAIN.
ROCK CANDY
HAVEN'T YOU YET LEARNED THAT THE LAW IS NO MATCH FOR ME?
MY SUCTION FEELERS HAVE POWER ENOUGH FOR ANYTHING.
HE'S RIPPIN' OUT THE WALL--WITH HIS HANDS!
WHY? WHY DOES A GUY LIKE HIM WASTE TIME ON SMALL, PENNY-ANTE STORES?
FOOLS! THAT'S FOR ME TO KNOW--AND YOU TO GUESS AT.
LOOK OUT!
BTHM
NO NEED TO WASTE ANY MORE TIME.
HE'S CRAZY. HE DIDN'T TAKE A THING.
I GOT WHAT I WANTED--SO I CAN LEAVE NOW.
CRAZY OR NOT--NO ONE'S BEEN ABLE TO STOP 'IM.
THEIR BULLETS CAN'T HURT ME.
--NOT WHILE MY METAL WINGS ACT AS A SHIELD.
11.

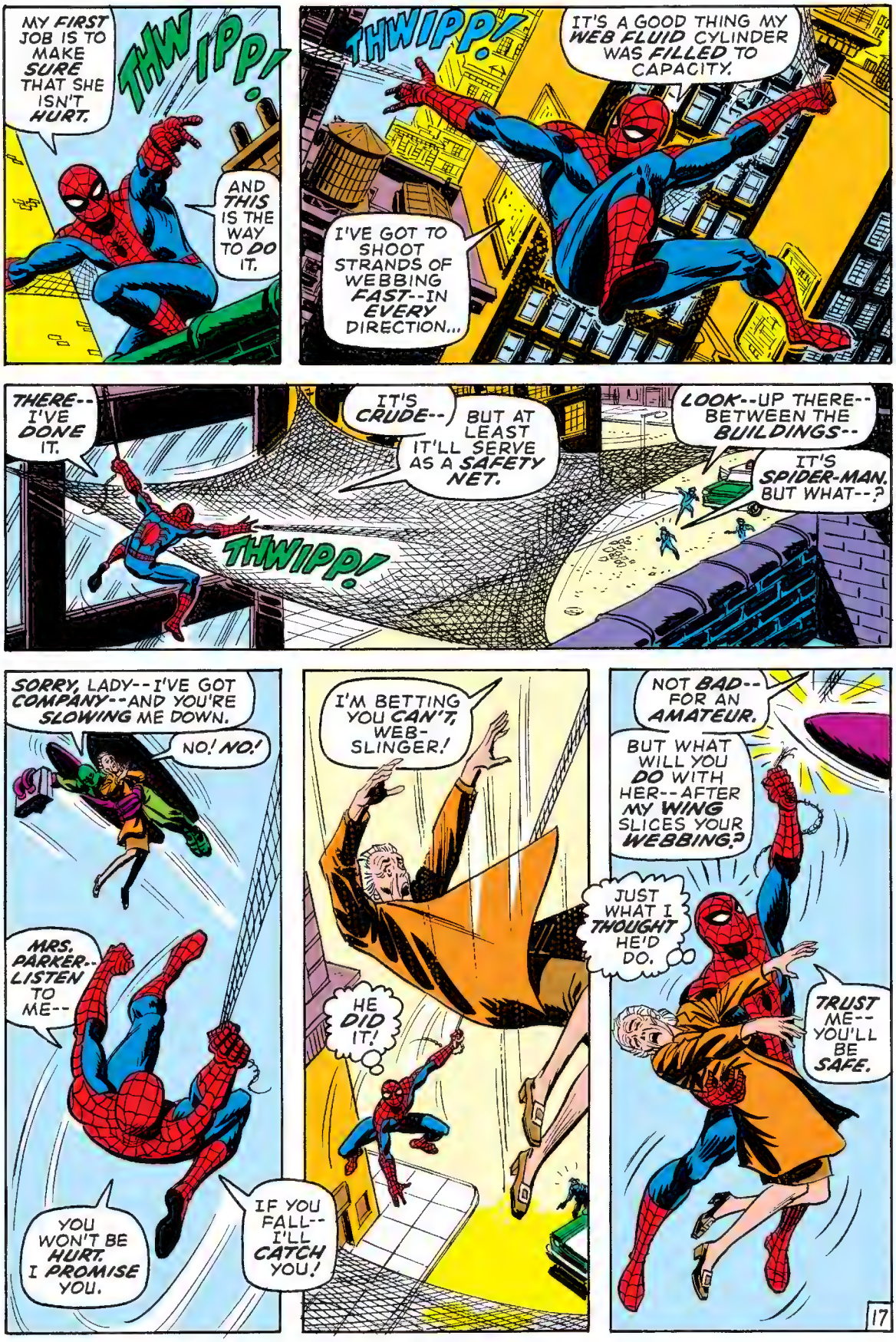

MEANWHILE--
I HEAR VOICES. SO I KNOW SHE'S IN.
IT SOUNDS LIKE MRS. WATSON.
I THOUGHT SHE'D BE WITH AUNT MAY.
WHO'S THERE? WHAT DO YOU W--?
OH-- PETER-- IT'S YOU!
SHE SOUNDS FRIGHTENED. WHAT CAN BE WRONG?
PETER, DEAR--YOU SHOULD HAVE CALLED, TO TELL US YOU WERE COMING.
WHY, AUNT MAY? WHY DO YOU SEEM SO NERVOUS?
YOU JUST GAVE US A START, DEAR-- THAT'S ALL.
OH, TELL HIM THE TRUTH, MAY.
IT'S THAT HORRIBLE COSTUMED MENACE WHO'S BEEN TERRORIZING THE NEIGHBORHOOD.
IT'S ALL HERE-- IN THE PAPER.
WHO CAN IT BE? I HAVEN'T EVEN LOOKED AT A PAPER IN DAYS.
MAY I SEE IT, MRS. WATSON?
12


THE BEETLE!
I DIDN'T EVEN KNOW HE WAS OUT OF JAIL. HE'S NO ONE TO KID AROUND WITH.
DAILY BU
BEETLE STRIK
PUBLIC ALARM
MAP OF
YOU SHOULDN'T HAVE TOLD HIM, ANNA. YOU KNOW HOW SENSITIVE PETER IS.
NOW HE'S ALL UPSET.
WHY WOULD HE WASTE TIME BREAKING INTO A LAUNDRY--A BIKE SHOP-- AND A BAKERY--
--AND NOT EVEN TAKE ANYTHING?
CE PHOTOGRAPHED AT RECENT HOLD
P BELOW SHOWS LOCATION OF BREAK-IN
BEETLE ATTACKS NUMBERED IN ORDER
LAUNDRY
BIKE SHOP
BAKERY
CANDY STORE
GROCERY
DRESS SHOP
ICE BAFFLED BY
TTERN
YOU LOOK TIRED, PETER. WHY DON'T YOU TAKE A NAP--WHILE I FIX YOU A NICE CHICKEN STEW?
AND DON'T WORRY ABOUT THE BEETLE, DEAR. HE ONLY ATTACKS STORES-- NOT HOUSES.
SHE'LL NEVER STOP THINKING OF ME AS A FRAIL, TIMID MILKSOP.
BUT, MAYBE IT'S JUST AS WELL.
THAT'S A GOOD IDEA, AUNT MAY. I AM KIND OF TIRED.
THE BEETLE'S THE LEAST OF MY WORRIES NOW.
BUGLE
STRIKES!
ARMED
13

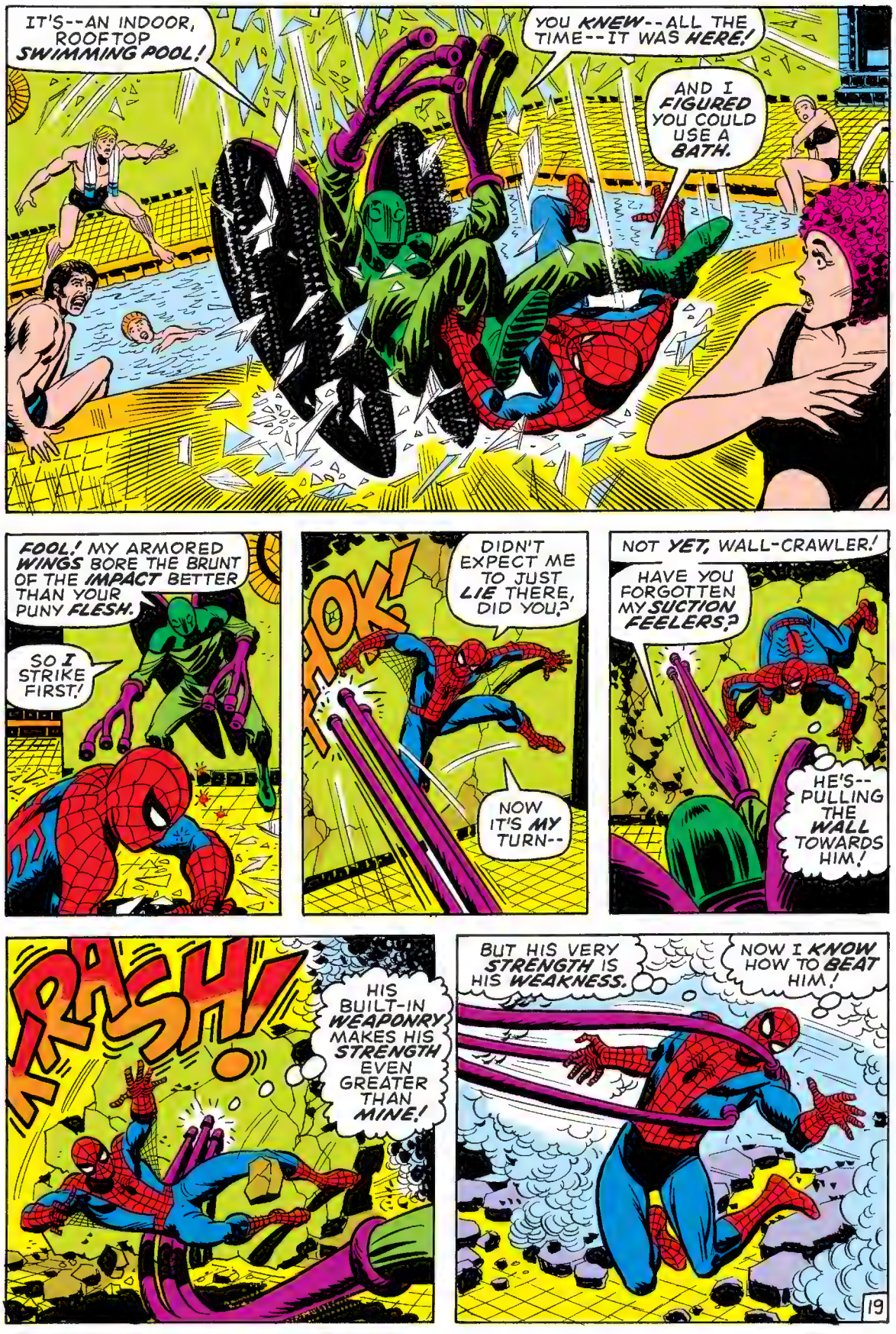
HONESTLY, MAY, HOW CAN YOU BABY HIM LIKE THAT?
PETER IS A BIG, STRAPPING MAN, DEAR --NOT AN INFANT.
YOU DON'T UNDERSTAND, ANNA. HE'S ALL I HAVE.
WHAT'S THAT GOT TO DO WITH IT?
DON'T YOU SEE? THE POOR BOY SPENDS ALL HIS TIME STUDYING--WITH NO ONE TO LOOK AFTER HIM.
HE SHOULD BE LOOKING AFTER YOU.
OH DEAR! I'M ALL OUT OF MILK.
I'LL BE RIGHT, BACK, ANNA. MILK IS SO GOOD FOR GROWING BOYS.
GROWING BOY? BUT, PETER IS--OH, WHAT'S THE USE?
BE CAREFUL, MAY, REMEMBER, THAT AWFUL BEETLE HASN'T BEEN CAUGHT YET.
WHILE, TOSSING FRETFULLY ON THE STUDIO COUCH, WE FIND--
GWEN--AUNT MAY--JAMESON--ROBERTSON--HARRY--
--CAN'T STOP THINKING! EVERYTHING GOING ROUND--IN MY BRAIN--
SLOWLY, THE ANGUISHED YOUTH DROPS OFF TO SLEEP--
--ONLY TO BE PLAGUED BY A NIGHT-MARISH DREAM--
SPIDER-MAN! SPIDER-MAN!
HE'S ALWAYS THERE... CAN'T EVER ESCAPE HIM...
HE WON'T BE THERE MUCH LONGER.
THE BEETLE!
YOU'RE NO MATCH FOR SPIDER-MAN.
-UNNHH!-
THWIP!

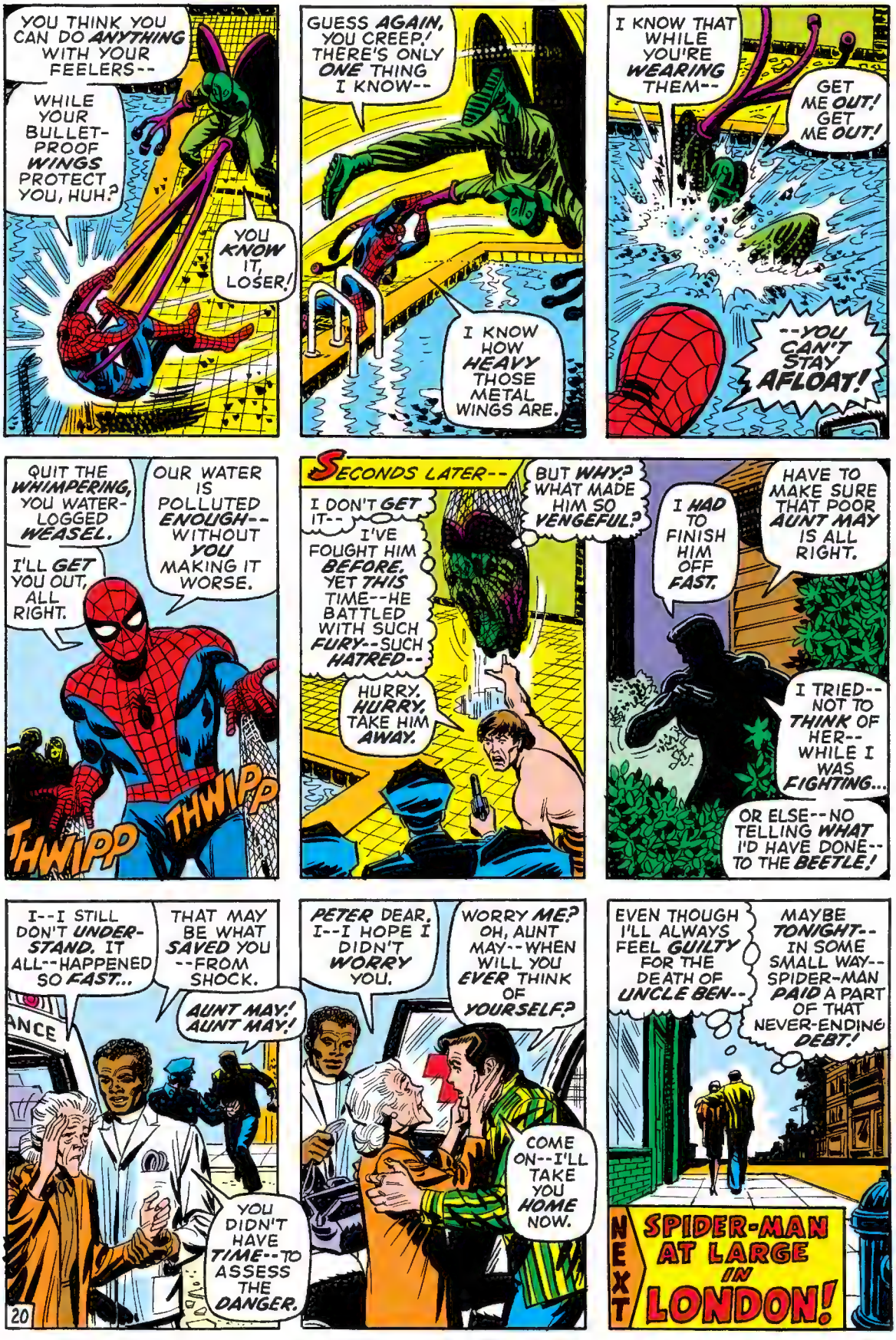

MY WEBBING-- TURNING INTO CHAINS!
I--I'M TRAPPED!
IT'S YOU WHO ARE NO MATCH FOR THE BEETLE.
HIS BEETLE FEELERS-- GETTING CLOSER-- CLOSER--
YOU NEVER THOUGHT THAT I WOULD BE THE ONE TO FINISH YOU.
I--THE BEETLE.
THE BEETLE!
THE BEETLE!
THE BEETLE!
PETER-- WAKE UP.
THE BEETLE-- THE BEETLE!
YES--THAT'S WHAT I'VE BEEN TRYING TO TELL YOU--
YOUR AUNT MAY-- WAS CAPTURED BY THE BEETLE!
WHAT?
LISTEN-- IT'S ON THE TV NEWS RIGHT NOW--
--DEFYING THE POLICE IN A LOCAL GROCERY STORE, THE METAL-WINGED BEETLE IS STILL HOLDING HIS HOSTAGE, INDENTIFIED AS MRS. MAY PARKER, A WIDOW WHO LIVES AT--
MY DREAM WAS AN OMEN--A WARNING. AUNT MAY-- WITH HER WEAK HEART--
PETER... WAIT. COME BACK. WHAT ON EARTH CAN YOU DO?
I CAN BE THERE! AND I WILL.
15

I'LL HAVE TO HIDE MY CLOTHES BACK HERE--AND HOPE NOBODY STUMBLES OVER MY WEB-PACK.
AND IF THEY DO--WHO CARES?
ALL THAT MATTERS IS AUNT MAY.
PLEASE, GOD--LET ME NOT BE --TOO LATE.
IF ONLY SHE HADN'T GONE FOR THAT MILK JUST THEN.
BUT--WHY WOULD THE BEETLE BREAK INTO A GROCERY?
JONES GROCERY
THAT'S LIKE THE KINGPIN ROBBING A PENNY BANK.
BUT, INSIDE THE STORE, THE RIDDLE IS SOLVED--
I KNEW ONE OF THE STORES BACKED UP AGAINST THE IMPORTING COMPANY'S VAULT.
ONCE I FOUND IT, IT WAS SIMPLE FOR ME TO SMASH THE WALL--
BUT--WHAT ABOUT ME?
YOU? YOU'RE MY TICKET OUT OF HERE.
LUNCH
IT'S SPIDER-MAN! HE MAY BE IN LEAGUE WITH THE BEETLE.
KEEP HIM FROM THE GROCERY--AT ALL COSTS!
OH NO! THEY WON'T EVEN LET ME HELP THEM.
KRAK!
KRAK!
KEEP FIRING. YOU'VE GOT 'IM ON THE RUN.
HE'S HEADING FOR THE ROOF.
DON'T DROP ME, PLEASE--DON'T DROP ME.
HOLD YOUR FIRE. HE'S GOT THE WOMAN.
IT WASN'T THE GROCERY HE WAS AFTER.
IT WAS THE VAULT BEHIND IT.
NOW HE'S MAKING HIS GETAWAY.
AUNT MAY WILL BE SAFE--'LONG AS HE NEEDS HER--
BUT, THE STRAIN ON HER HEART--
16


MY FIRST JOB IS TO MAKE SURE THAT SHE ISN'T HURT.
THWIPP!
AND THIS IS THE WAY TO DO IT.
THWIPP!
IT'S A GOOD THING MY WEB FLUID CYLINDER WAS FILLED TO CAPACITY.
I'VE GOT TO SHOOT STRANDS OF WEBBING FAST--IN EVERY DIRECTION...
THERE--I'VE DONE IT.
IT'S CRUDE--
BUT AT LEAST IT'LL SERVE AS A SAFETY NET.
THWIPP!
LOOK--UP THERE--BETWEEN THE BUILDINGS--
IT'S SPIDER-MAN. BUT WHAT--?
SORRY, LADY--I'VE GOT COMPANY--AND YOU'RE SLOWING ME DOWN.
NO! NO!
MRS. PARKER--LISTEN TO ME--
YOU WON'T BE HURT. I PROMISE YOU.
IF YOU FALL--I'LL CATCH YOU!
I'M BETTING YOU CAN'T, WEB-SLINGER!
HE DID IT!
NOT BAD--FOR AN AMATEUR.
BUT WHAT WILL YOU DO WITH HER--AFTER MY WING SLICES YOUR WEBBING?
JUST WHAT I THOUGHT HE'D DO.
TRUST ME--YOU'LL BE SAFE.
17

I HAD TO TAUNT HIM-- HAD TO MAKE HIM DROP HER NOW--
--BEFORE HE FLEW PAST THE WEB-NET.
THERE-- YOU'LL BE SAFE NOW, CUSHIONED THE FALL.
THUMMM!
S-SAFE? SAFE WITH --YOU?
I SHOULD HAVE KNOWN--I'D FRIGHTEN HER AS MUCH AS THE BEETLE.
I'LL LEAVE FAST--BEFORE SHE PANICS.
--AND, BEFORE THE BEETLE GETS AWAY.
ZURK!
ANYONE WHO'D TERRORIZE A HARMLESS, INNOCENT OLD LADY--
DON'T PREACH TO ME, YOU HAS-BEEN.
WOSK!
THWIK!
YOU'RE RIGHT, BEETLE--
FROM HERE ON IN, I'M THRU PREACHING...
STOP!
YOUR WEIGHT-- IT'S PULLING US DOWN!
WE'LL CRASH-- ONTO THAT ROOF!
NOT ONTO-- THRU!
IT'S MADE OF GLASS.
18


IT'S--AN INDOOR, ROOFTOP SWIMMING POOL!
YOU KNEW--ALL THE TIME--IT WAS HERE!
AND I FIGURED YOU COULD USE A BATH.
FOOL! MY ARMORED WINGS BORE THE BRUNT OF THE IMPACT BETTER THAN YOUR PUNY FLESH.
SO I STRIKE FIRST!
THOK!
DIDN'T EXPECT ME TO JUST LIE THERE, DID YOU?
NOW IT'S MY TURN--
NOT YET, WALL-CRAWLER!
HAVE YOU FORGOTTEN MY SUCTION FEELERS?
HE'S--PULLING THE WALL TOWARDS HIM!
KRASH!
HIS BUILT-IN WEAPONRY MAKES HIS STRENGTH EVEN GREATER THAN MINE!
BUT HIS VERY STRENGTH IS HIS WEAKNESS.
NOW I KNOW HOW TO BEAT HIM!


YOU THINK YOU CAN DO ANYTHING WITH YOUR FEELERS--
WHILE YOUR BULLET-PROOF WINGS PROTECT YOU, HUH?
YOU KNOW IT, LOSER!
GUESS AGAIN, YOU CREEP! THERE'S ONLY ONE THING I KNOW--
I KNOW HOW HEAVY THOSE METAL WINGS ARE.
I KNOW THAT WHILE YOU'RE WEARING THEM--
GET ME OUT! GET ME OUT!
--YOU CAN'T STAY AFLOAT!
QUIT THE WHIMPERING, YOU WATER-LOGGED WEASEL.
I'LL GET YOU OUT, ALL RIGHT.
OUR WATER IS POLLUTED ENOUGH-- WITHOUT YOU MAKING IT WORSE.
THWIPP
THWIPP
SECONDS LATER--
I DON'T GET IT--
I'VE FOUGHT HIM BEFORE, YET THIS TIME--HE BATTLED WITH SUCH FURY--SUCH HATRED--
HURRY, HURRY, TAKE HIM AWAY.
BUT WHY? WHAT MADE HIM SO VENGEFUL?
I HAD TO FINISH HIM OFF FAST.
HAVE TO MAKE SURE THAT POOR AUNT MAY IS ALL RIGHT.
I TRIED-- NOT TO THINK OF HER-- WHILE I WAS FIGHTING...
OR ELSE--NO TELLING WHAT I'D HAVE DONE-- TO THE BEETLE!
I--I STILL DON'T UNDER-STAND. IT ALL--HAPPENED SO FAST...
THAT MAY BE WHAT SAVED YOU --FROM SHOCK.
AUNT MAY! AUNT MAY!
YOU DIDN'T HAVE TIME--TO ASSESS THE DANGER.
PETER DEAR, I--I HOPE I DIDN'T WORRY YOU.
WORRY ME? OH, AUNT MAY--WHEN WILL YOU EVER THINK OF YOURSELF?
COME ON--I'LL TAKE YOU HOME NOW.
EVEN THOUGH I'LL ALWAYS FEEL GUILTY FOR THE DEATH OF UNCLE BEN--
MAYBE TONIGHT-- IN SOME SMALL WAY-- SPIDER-MAN PAID A PART OF THAT NEVER-ENDING DEBT!
NEXT
SPIDER-MAN AT LARGE IN LONDON!
20

SPIDER-MAN
15¢
CC
95
APR
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
SPIDEY FIGHTS IN LONDON!
MARVEL COMICS GROUP
TORN FROM TODAY'S HEADLINES...
THE HOSTAGE MUST DIE!

THE AMAZING SPIDER-MAN!
TRAP FOR A TERRORIST!
FASTEN YOUR SAFETY BELT, SPIDEY-FAN! THIS IS THE ONE WE PROMISED--WHERE THE WEB SPINNER GOES WILD RIGHT IN THE HEART OF MERRIE OL' LONDON!
IT'S NO USE! NO MATTER WHERE I GO--OR WHAT I DO...NO MATTER HOW I TRY NOT TO THINK, BY SWINGING THRU THE CITY--
--I CAN'T GET GWENDY OUT OF MY MIND.
IF ONLY I COULD HAVE SEEN HER BEFORE SHE WENT TO LONDON...
BUT, EVEN IF I DID-- WHAT GOOD WOULD IT HAVE DONE?
SHE'LL ALWAYS BLAME SPIDER-MAN FOR THE DEATH OF HER FATHER.
ANOTHER GREAT UNFORGETTABLE SAGA IN THE LIFE OF THE WORLD'S MOST POPULAR SUPER-HERO
STORY: STAN LEE
ART: J. ROMITA
INKING: S. BUSCEMA
LETTERING: ARTIE SIMEK
RIDE'S PERFUME
ON SALE EVERYWHERE

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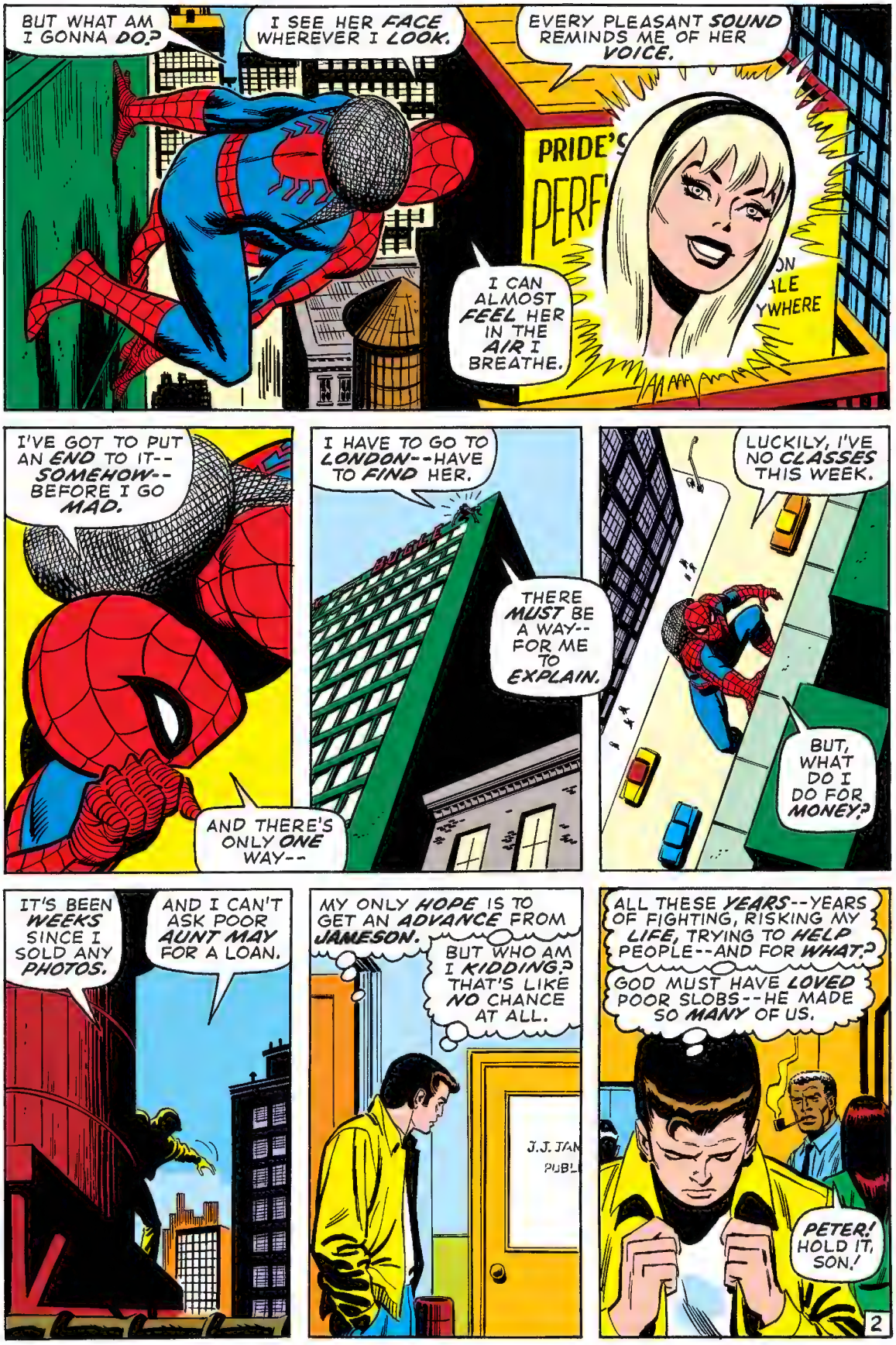
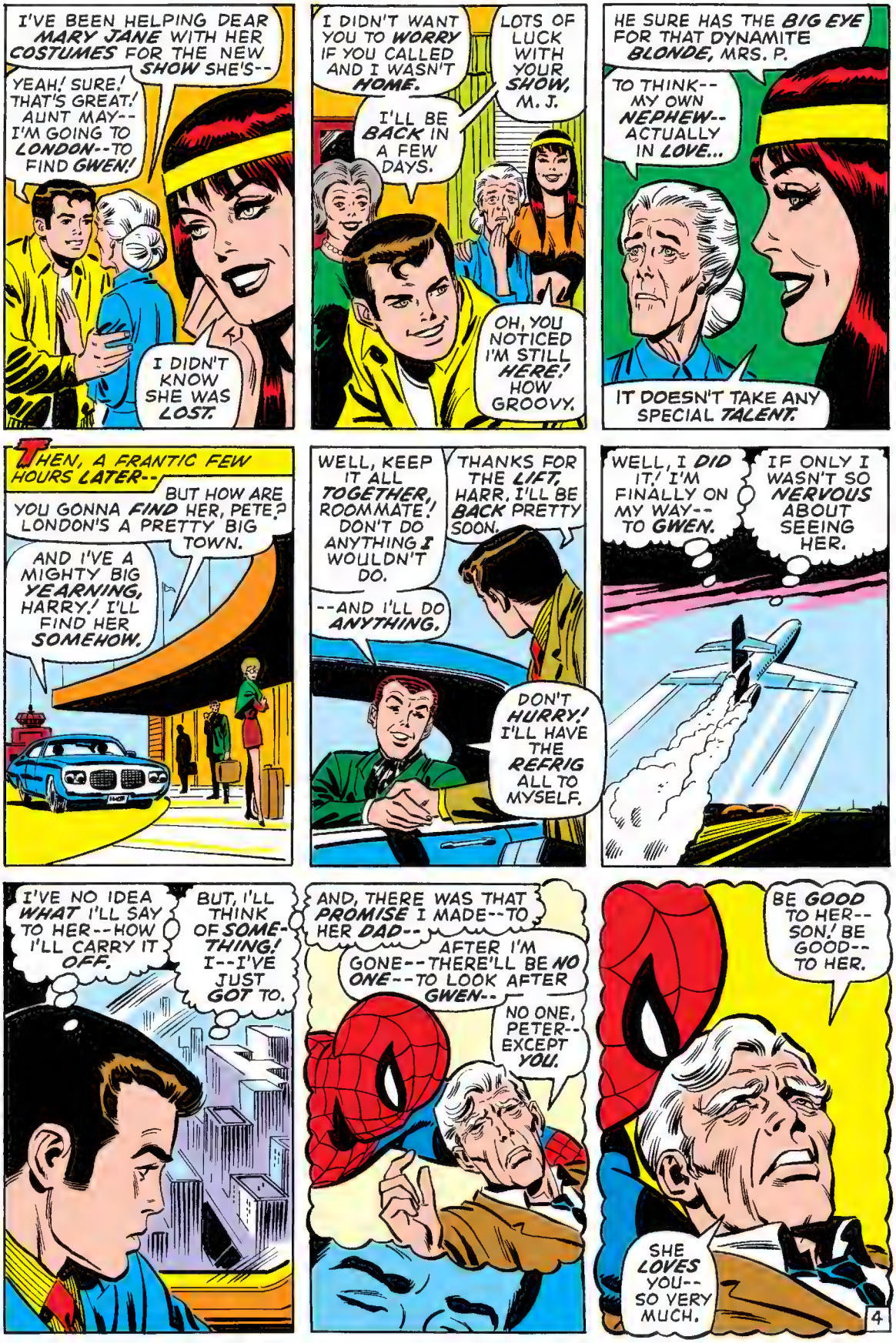
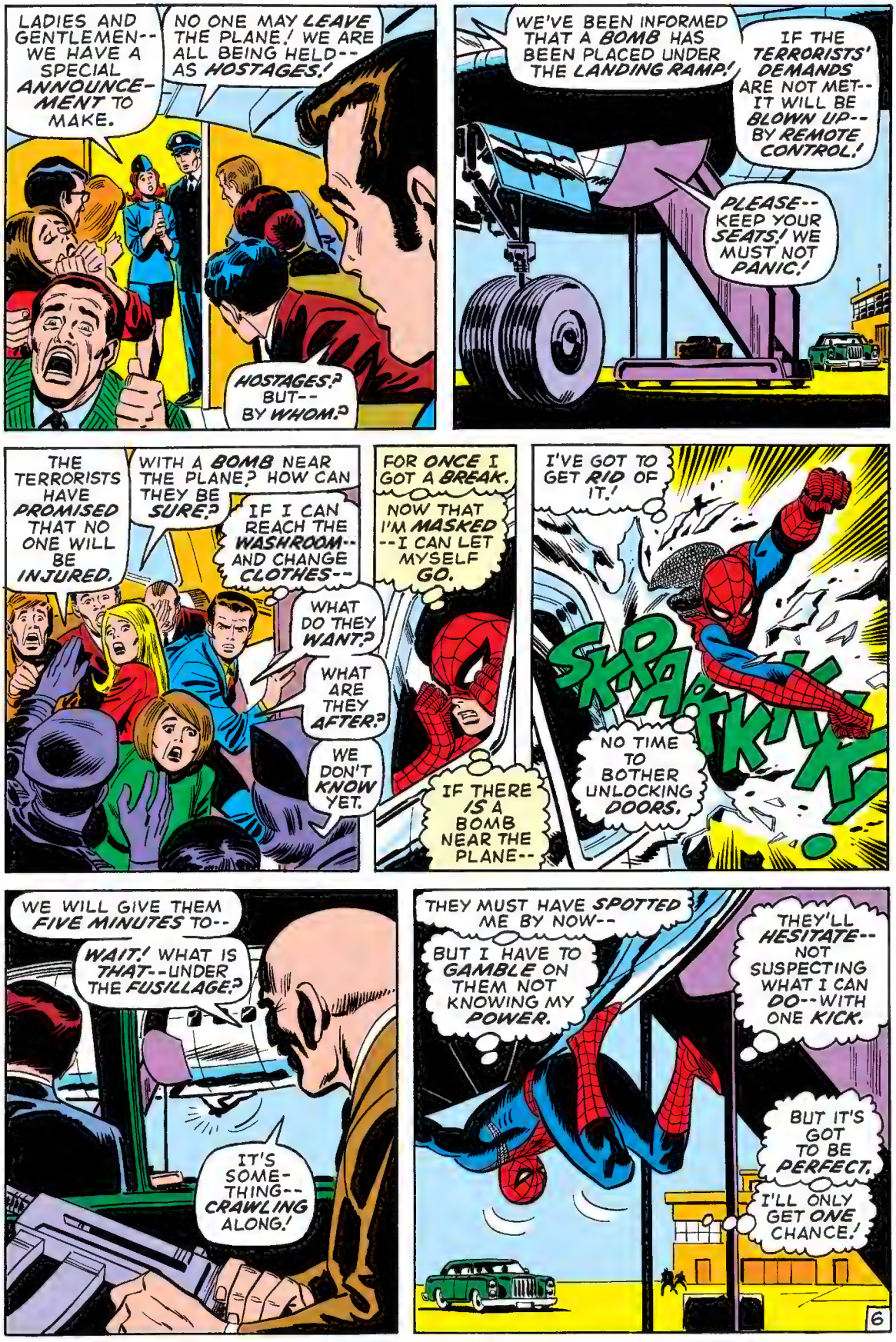
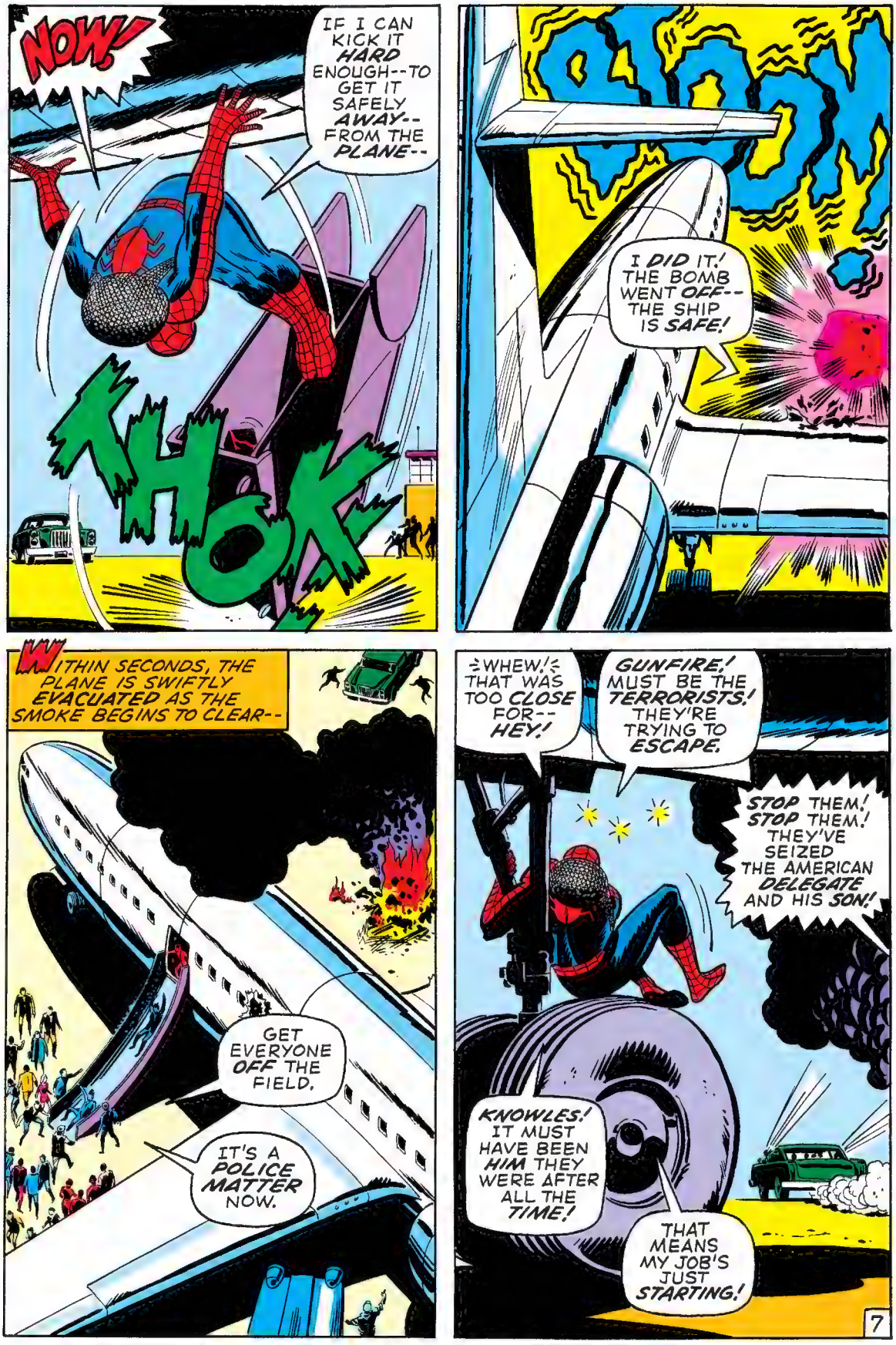

BUT WHAT AM I GONNA DO?
I SEE HER FACE WHEREVER I LOOK.
EVERY PLEASANT SOUND REMINDS ME OF HER VOICE.
I CAN ALMOST FEEL HER IN THE AIR I BREATHE.
I'VE GOT TO PUT AN END TO IT-- SOMEHOW-- BEFORE I GO MAD.
AND THERE'S ONLY ONE WAY--
I HAVE TO GO TO LONDON--HAVE TO FIND HER.
THERE MUST BE A WAY-- FOR ME TO EXPLAIN.
LUCKILY, I'VE NO CLASSES THIS WEEK.
BUT, WHAT DO I DO FOR MONEY?
IT'S BEEN WEEKS SINCE I SOLD ANY PHOTOS.
AND I CAN'T ASK POOR AUNT MAY FOR A LOAN.
MY ONLY HOPE IS TO GET AN ADVANCE FROM JAMESON.
BUT WHO AM I KIDDING? THAT'S LIKE NO CHANCE AT ALL.
ALL THESE YEARS--YEARS OF FIGHTING, RISKING MY LIFE, TRYING TO HELP PEOPLE--AND FOR WHAT?
GOD MUST HAVE LOVED POOR SLOBS--HE MADE SO MANY OF US.
PETER! HOLD IT, SON!
2

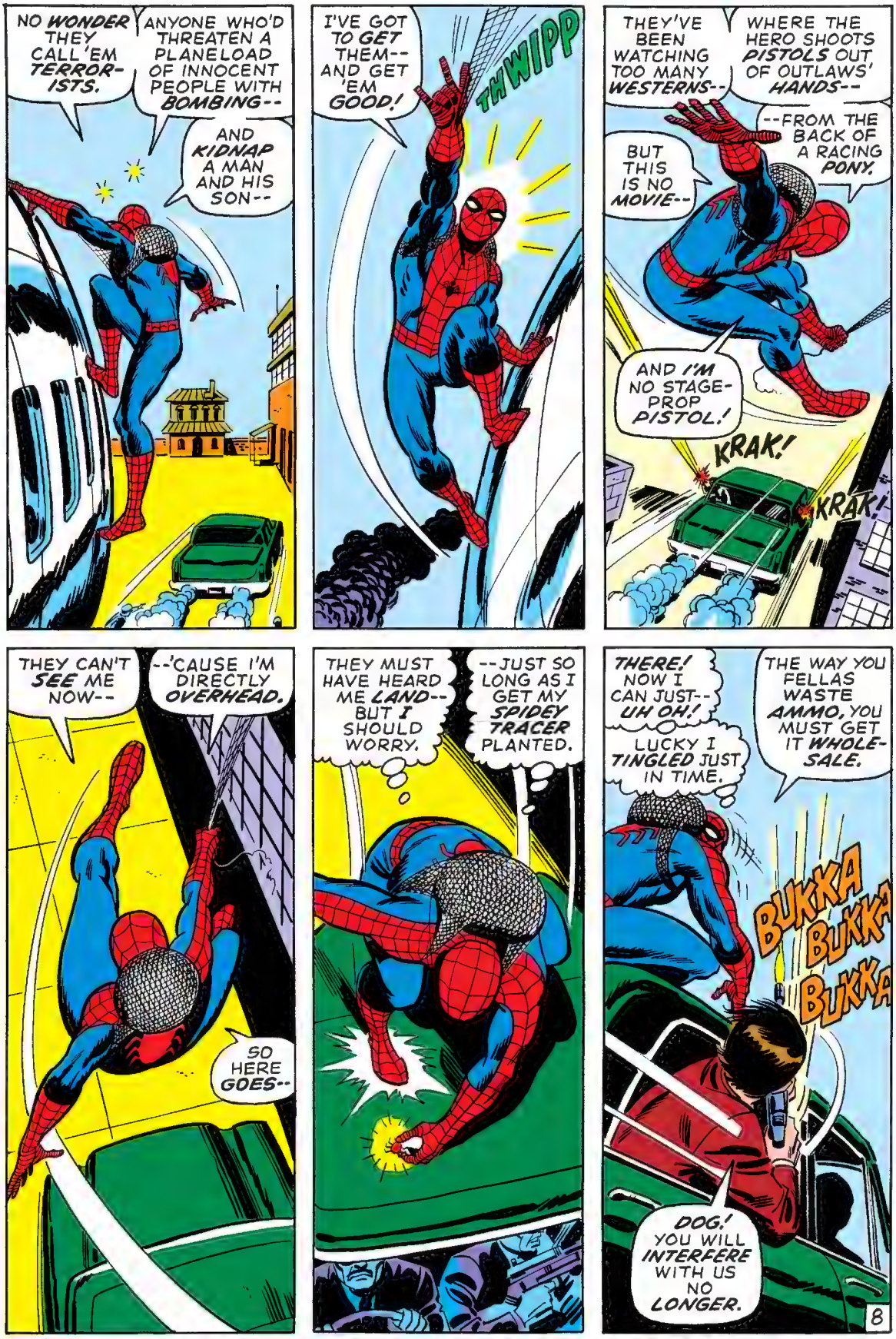
HAVEN'T SEEN MUCH OF YOU SINCE CAPTAIN STACY DIED.
I GUESS I'VE BEEN PRETTY SHOOK-UP ABOUT IT, MR. ROBERTSON.
YES--WE ALL WERE.
HOW'S HIS DAUGHTER TAKING IT?
SHE LEFT FOR ENGLAND --TO STAY WITH RELATIVES.
IT'S THE BEST THING, PETER.! A CHANGE OF SCENE WILL DO HER GOOD--HELP HER TO FORGET.
AND YOU CAN ALWAYS VISIT HER.
DON'T BET ON IT.
PLANE FARES COST MONEY--AND I'M TOO OLD TO BELIEVE IN SANTA CLAUS.
SO THAT'S WHAT'S BUGGING YOU, EH?
WELL, MAYBE THE BUGLE CAN MAKE LIKE SANTA FOR A CHANGE.
YOU MEAN GET THE DOUGH FROM JAMESON?
SOME CHANCE.
NOT AS A GIFT, SON!
I'M STILL CITY EDITOR HERE! I'LL SEND YOU TO ENGLAND--TO BRING BACK SOME NEWS-PIX.
JUST GO TO OUR CASHIER AND GET A TRAVEL VOUCHER! SHE CAN OKAY IT WITH ME.
YOU--YOU MEAN IT? YOU'RE REALLY ON THE LEVEL?
SURE, KID! JUST BRING BACK THE SHOTS.
THEN--I DO BELIEVE IN SANTA CLAUS.
EVEN IN ONE WHO FEEDS HIS REINDEER SOUL FOOD?
ISN'T THAT PETER PARKER? WHAT'S HE LOOKING SO HAPPY ABOUT?
SAY, YOU'VE GOT SOME GRIP! MY ARM'S STILL TINGLING.
OH, I JUST GAVE HIM A NEW ASSIGN-MENT, J.J.
LAZY, GOOD-FOR-NOTHING TEENAGER! HE ONLY WORKS WHEN HE FEELS LIKE IT.
THAT SO? WISH I KNEW HOW HE DOES IT.
NEXT TO SPIDER-MAN, I HATE LOUD-MOUTHED STUDENTS THE MOST.
I EVEN HATE 'EM WHEN THEY'RE QUIET.
BUT, LEST JOLLY JONAH'S PHILOSOPHY PROVE TOO PERSUASIVE, WE'LL QUICKLY CHANGE OUR SCENE--
PETER--
HI, MRS. WATSON. I CAME TO SEE AUNT MAY!
I'VE GOT NEWS FOR HER.
AUNT MAY, WAIT'LL I TELL--
OH! MARY JANE! I DIDN'T KNOW YOU WERE HERE.
WHY FIGHT IT, MAN? IT'S FATE! YOUR SUB-CONSCIOUS COULDN'T STAY AWAY FROM ME.
PETER!
3

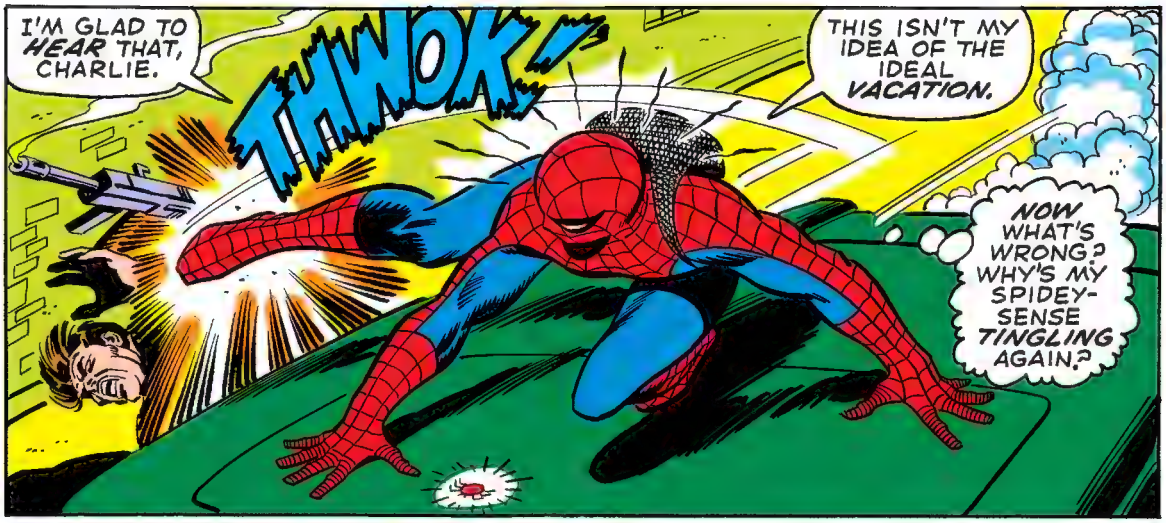

I'VE BEEN HELPING DEAR MARY JANE WITH HER COSTUMES FOR THE NEW SHOW SHE'S--
YEAH! SURE! THAT'S GREAT! AUNT MAY--I'M GOING TO LONDON--TO FIND GWEN!
I DIDN'T KNOW SHE WAS LOST.
I DIDN'T WANT YOU TO WORRY IF YOU CALLED AND I WASN'T HOME.
LOTS OF LUCK WITH YOUR SHOW, M. J.
I'LL BE BACK IN A FEW DAYS.
OH, YOU NOTICED I'M STILL HERE! HOW GROOVY.
HE SURE HAS THE BIG EYE FOR THAT DYNAMITE BLONDE, MRS. P.
TO THINK--MY OWN NEPHEW--ACTUALLY IN LOVE...
IT DOESN'T TAKE ANY SPECIAL TALENT.
THEN, A FRANTIC FEW HOURS LATER--
BUT HOW ARE YOU GONNA FIND HER, PETE? LONDON'S A PRETTY BIG TOWN.
AND I'VE A MIGHTY BIG YEARNING, HARRY! I'LL FIND HER SOMEHOW.
WELL, KEEP IT ALL TOGETHER, ROOMMATE! DON'T DO ANYTHING I WOULDN'T DO.
THANKS FOR THE LIFT, HARR. I'LL BE BACK PRETTY SOON.
--AND I'LL DO ANYTHING.
DON'T HURRY! I'LL HAVE THE REFRIG ALL TO MYSELF.
WELL, I DID IT! I'M FINALLY ON MY WAY--TO GWEN.
IF ONLY I WASN'T SO NERVOUS ABOUT SEEING HER.
I'VE NO IDEA WHAT I'LL SAY TO HER--HOW I'LL CARRY IT OFF.
BUT, I'LL THINK OF SOMETHING! I--I'VE JUST GOT TO.
AND, THERE WAS THAT PROMISE I MADE--TO HER DAD--
AFTER I'M GONE--THERE'LL BE NO ONE--TO LOOK AFTER GWEN--
NO ONE, PETER--EXCEPT YOU.
BE GOOD TO HER--SON, BE GOOD--TO HER.
SHE LOVES YOU--SO VERY MUCH.
4

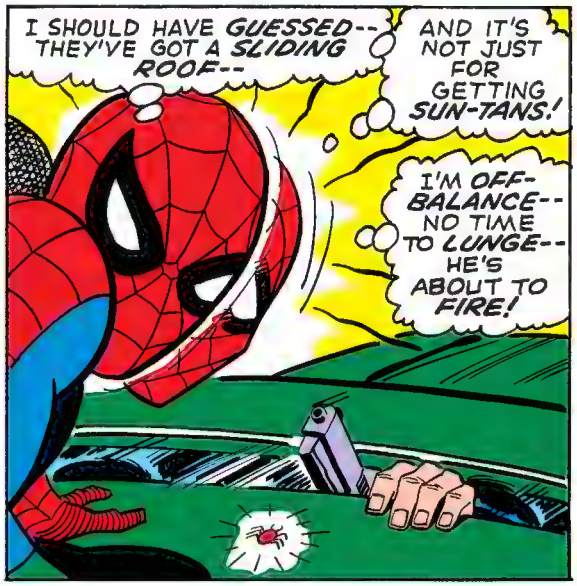
AND--I LOVE HER, CAPTAIN STACY! BUT, WHAT WILL HAPPEN--
IF SHE EVER LEARNS THAT I'M-- SPIDER-MAN?
SPIDER-MAN-- THE ONE SHE BLAMES FOR YOUR DEATH!
MISTER--
HOW COME YOU DON'T TAKE OFF YOUR SEAT BELT? EVERYONE ELSE DID.
HUH? WHA--? OH, OH I SEE.
WOW-- HAVE I GOT IT BAD! I DIDN'T EVEN NOTICE WE WERE IN THE AIR!
DO YOU LIKE WEARIN' IT?
THANKS FOR REMINDING ME, PAL.
I HOPE MY SON ISN'T DISTURBING YOU, YOUNG MAN.
IT'S HIS FIRST FLIGHT, AND HE'S RATHER THRILLED ABOUT IT.
THAT'S OKAY, SIR! HE WAS JUST BEING HELPFUL.
MY DADDY'S A GOV'MINT MAN!
ARE YOU A GOV'MINT MAN?
'FRAID NOT.
MY DADDY'S AN AMERICAN DEGALATE--
THAT'LL BE ENOUGH OF THAT, SON--
YOU MUSTN'T DISTURB THE OTHER PASSENGERS.
SAY, THAT'S TERRIFIC! BUT I THINK YOU MEAN DELEGATE.
I THOUGHT I RECOGNIZED HIM.
HE'S HERBERT KNOWLES, ONE OF THE DELEGATES TO THE PEACE TALKS.
A FEW HOURS LATER--
WONDER WHAT THEY'D SAY IF THEY KNEW THEIR "FELLOW PASSENGER" PACKED IN SUCH A HURRY--
--THAT HE'S STILL WEARING HIS SPIDER-MAN COSTUME UNDER HIS SUIT.
AND THAT REMINDS ME--
I STILL OWE THE BUGLE FOR THIS TRIP...
SO I'D BETTER NOT RETURN WITHOUT SOME NEWSPIX TO PAY FOR IT.
EVERYONE STAY IN YOUR SEATS!
THE LOUD-SPEAKER.
SOMETHING MUST HAVE HAPPENED.
BUT WHAT?
5


LADIES AND GENTLEMEN--WE HAVE A SPECIAL ANNOUNCE-MENT TO MAKE.
NO ONE MAY LEAVE THE PLANE! WE ARE ALL BEING HELD--AS HOSTAGES!
HOSTAGES? BUT--BY WHOM?
WE'VE BEEN INFORMED THAT A BOMB HAS BEEN PLACED UNDER THE LANDING RAMP!
IF THE TERRORISTS' DEMANDS ARE NOT MET--IT WILL BE BLOWN UP--BY REMOTE CONTROL!
PLEASE--KEEP YOUR SEATS! WE MUST NOT PANIC!
THE TERRORISTS HAVE PROMISED THAT NO ONE WILL BE INJURED.
WITH A BOMB NEAR THE PLANE? HOW CAN THEY BE SURE?
IF I CAN REACH THE WASHROOM--AND CHANGE CLOTHES--
WHAT DO THEY WANT?
WHAT ARE THEY AFTER?
WE DON'T KNOW YET.
FOR ONCE I GOT A BREAK.
NOW THAT I'M MASKED--I CAN LET MYSELF GO.
IF THERE IS A BOMB NEAR THE PLANE--
I'VE GOT TO GET RID OF IT!
SKRA-TK'K'K
NO TIME TO BOTHER UNLOCKING DOORS.
WE WILL GIVE THEM FIVE MINUTES TO--
WAIT! WHAT IS THAT--UNDER THE FUSILLAGE?
IT'S SOME-THING--CRAWLING ALONG!
THEY MUST HAVE SPOTTED ME BY NOW--
BUT I HAVE TO GAMBLE ON THEM NOT KNOWING MY POWER.
THEY'LL HESITATE--NOT SUSPECTING WHAT I CAN DO--WITH ONE KICK.
BUT IT'S GOT TO BE PERFECT.
I'LL ONLY GET ONE CHANCE!
6

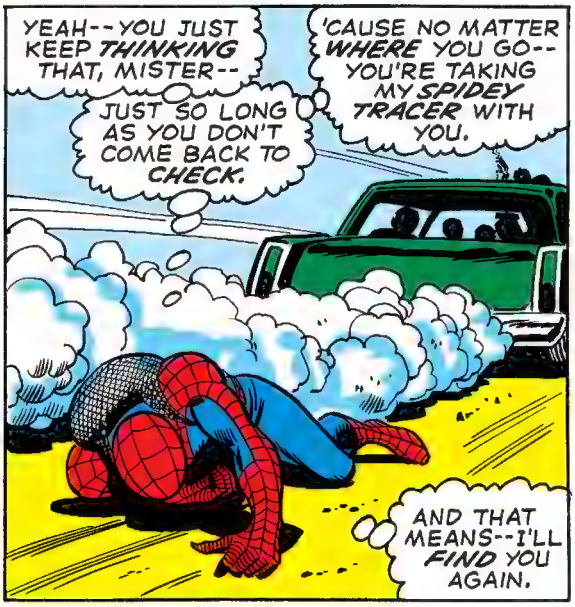

NOW!
IF I CAN KICK IT HARD ENOUGH--TO GET IT SAFELY AWAY-- FROM THE PLANE--
THOK
I DID IT! THE BOMB WENT OFF-- THE SHIP IS SAFE!
WITHIN SECONDS, THE PLANE IS SWIFTLY EVACUATED AS THE SMOKE BEGINS TO CLEAR--
GET EVERYONE OFF THE FIELD.
IT'S A POLICE MATTER NOW.
WHEW! THAT WAS TOO CLOSE FOR-- HEY!
GUNFIRE! MUST BE THE TERRORISTS! THEY'RE TRYING TO ESCAPE.
STOP THEM! STOP THEM! THEY'VE SEIZED THE AMERICAN DELEGATE AND HIS SON!
KNOWLES! IT MUST HAVE BEEN HIM THEY WERE AFTER ALL THE TIME!
THAT MEANS MY JOB'S JUST STARTING!
7

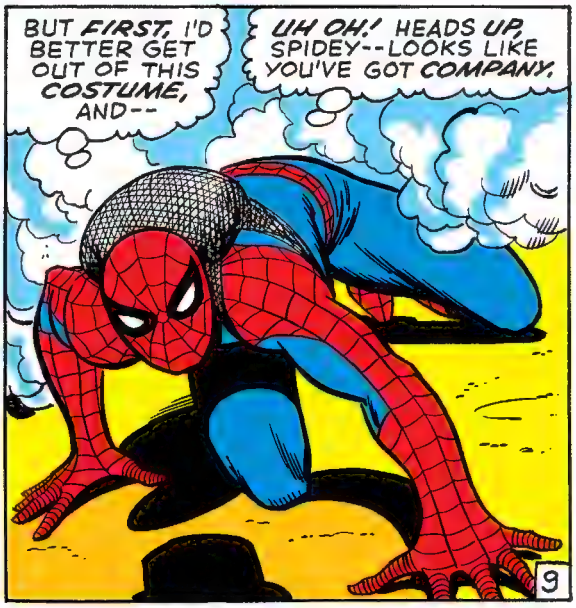

NO WONDER THEY CALL 'EM TERROR-ISTS.
ANYONE WHO'D THREATEN A PLANELOAD OF INNOCENT PEOPLE WITH BOMBING--
AND KIDNAP A MAN AND HIS SON--
I'VE GOT TO GET THEM-- AND GET 'EM GOOD!
THWIPP
THEY'VE BEEN WATCHING TOO MANY WESTERNS--
WHERE THE HERO SHOOTS PISTOLS OUT OF OUTLAWS' HANDS--
--FROM THE BACK OF A RACING PONY.
BUT THIS IS NO MOVIE--
AND I'M NO STAGE-PROP PISTOL!
KRAK!
KRAK!
THEY CAN'T SEE ME NOW--
--'CAUSE I'M DIRECTLY OVERHEAD.
SO HERE GOES--
THEY MUST HAVE HEARD ME LAND-- BUT I SHOULD WORRY.
--JUST SO LONG AS I GET MY SPIDEY TRACER PLANTED.
THERE! NOW I CAN JUST-- UH OH!
LUCKY I TINGLED JUST IN TIME.
THE WAY YOU FELLAS WASTE AMMO, YOU MUST GET IT WHOLE-SALE.
BUKKA BUKKA BUKKA
DOG! YOU WILL INTERFERE WITH US NO LONGER.
8

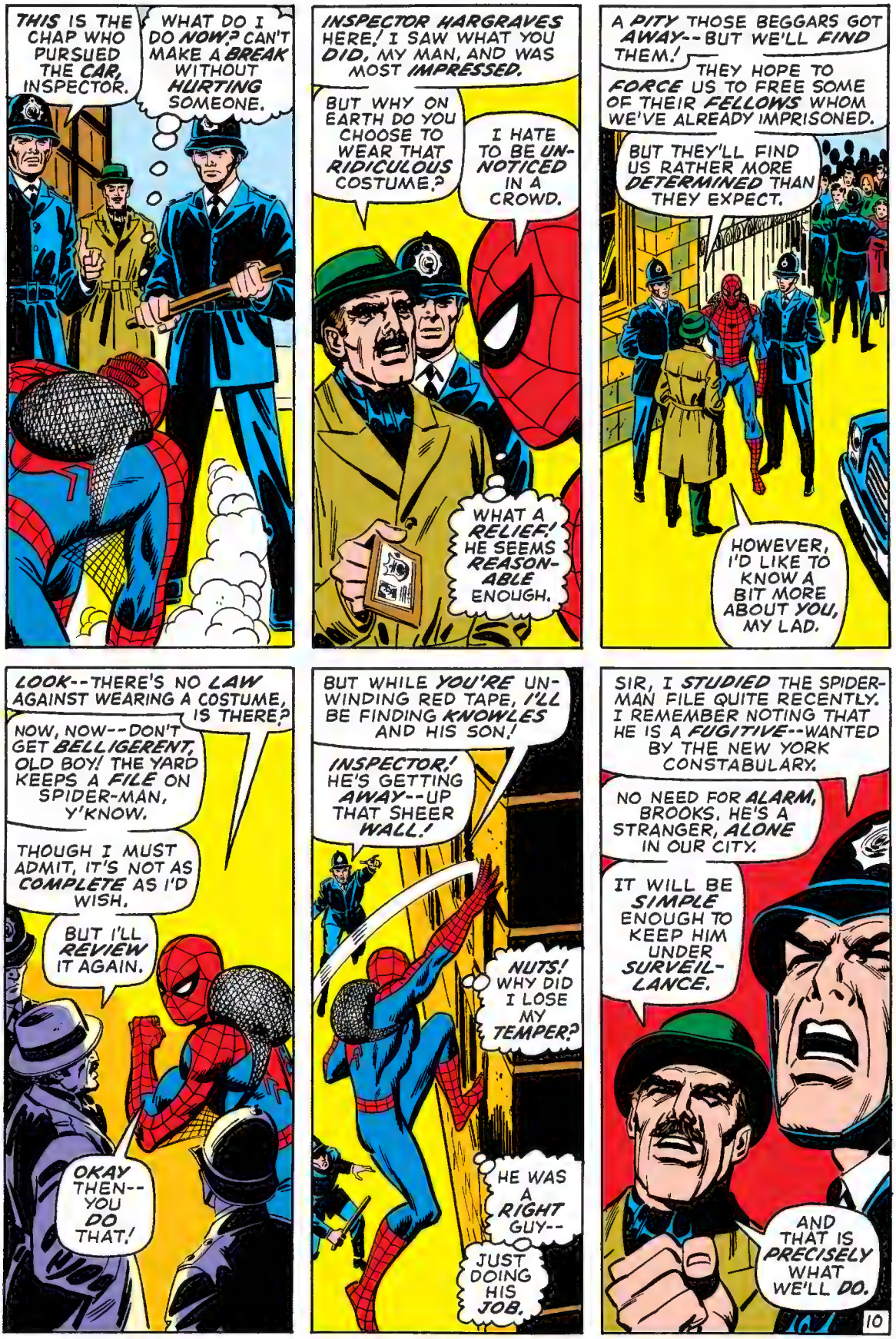

I'M GLAD TO HEAR THAT, CHARLIE.
THWOK!!
THIS ISN'T MY IDEA OF THE IDEAL VACATION.
NOW WHAT'S WRONG? WHY'S MY SPIDEY-SENSE TINGLING AGAIN?

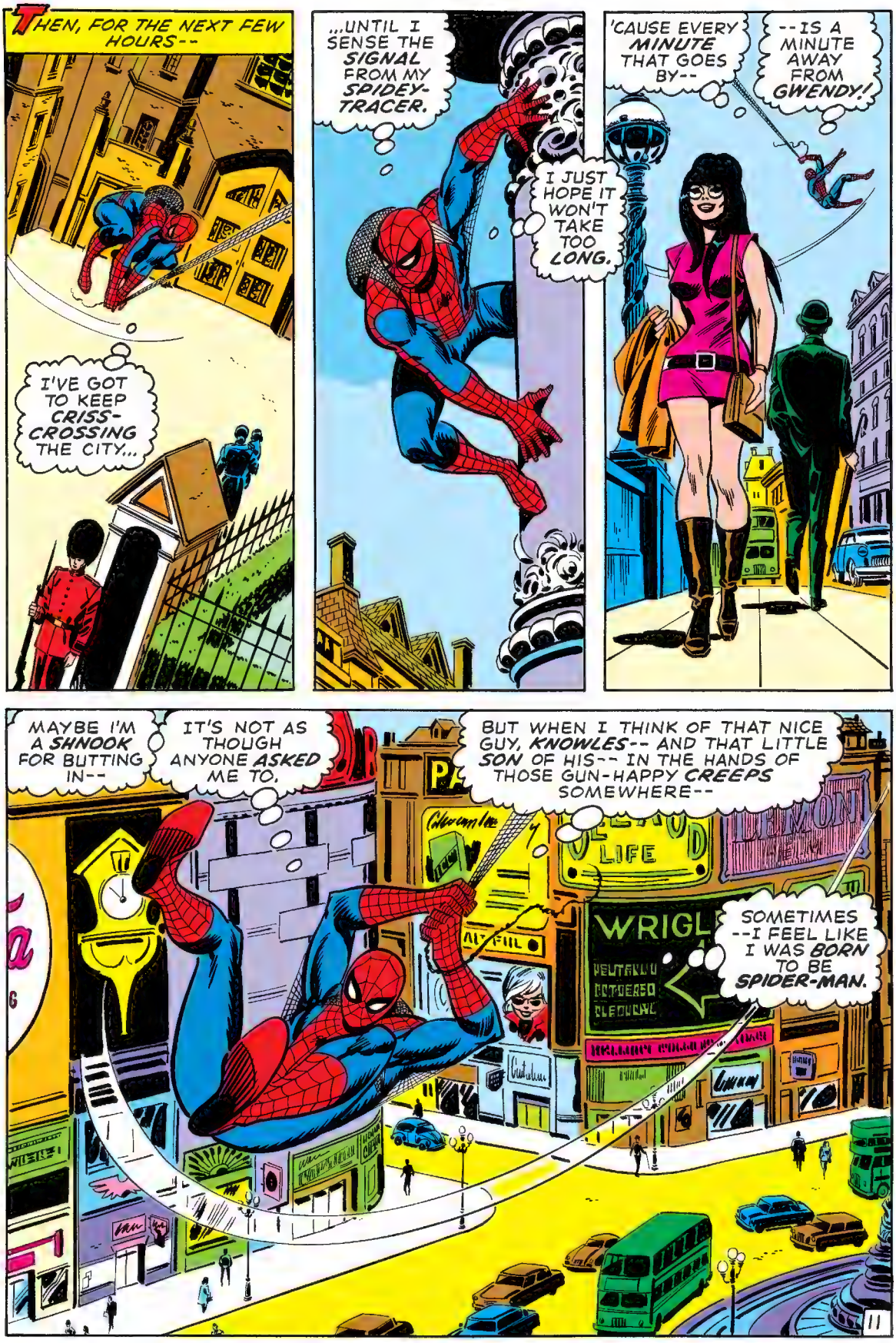

I SHOULD HAVE GUESSED--THEY'VE GOT A SLIDING ROOF--
AND IT'S NOT JUST FOR GETTING SUN-TANS!
I'M OFF-BALANCE--NO TIME TO LUNGE--HE'S ABOUT TO FIRE!

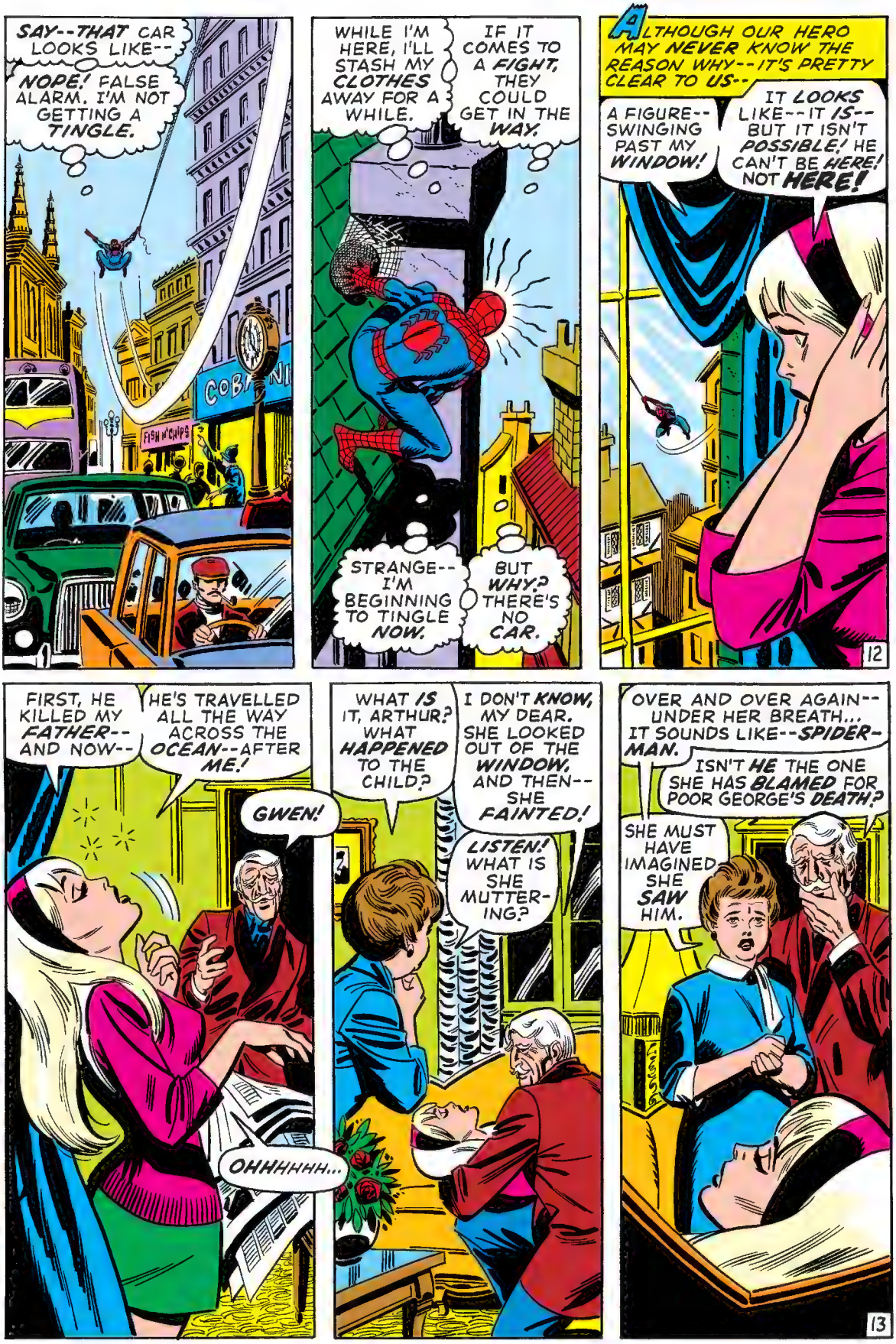
ALL I CAN DO IS HURL MYSELF BACKWARDS--AND BRUSH UP ON MY PRAYING.
HE'S FALLING! I GOT HIM.

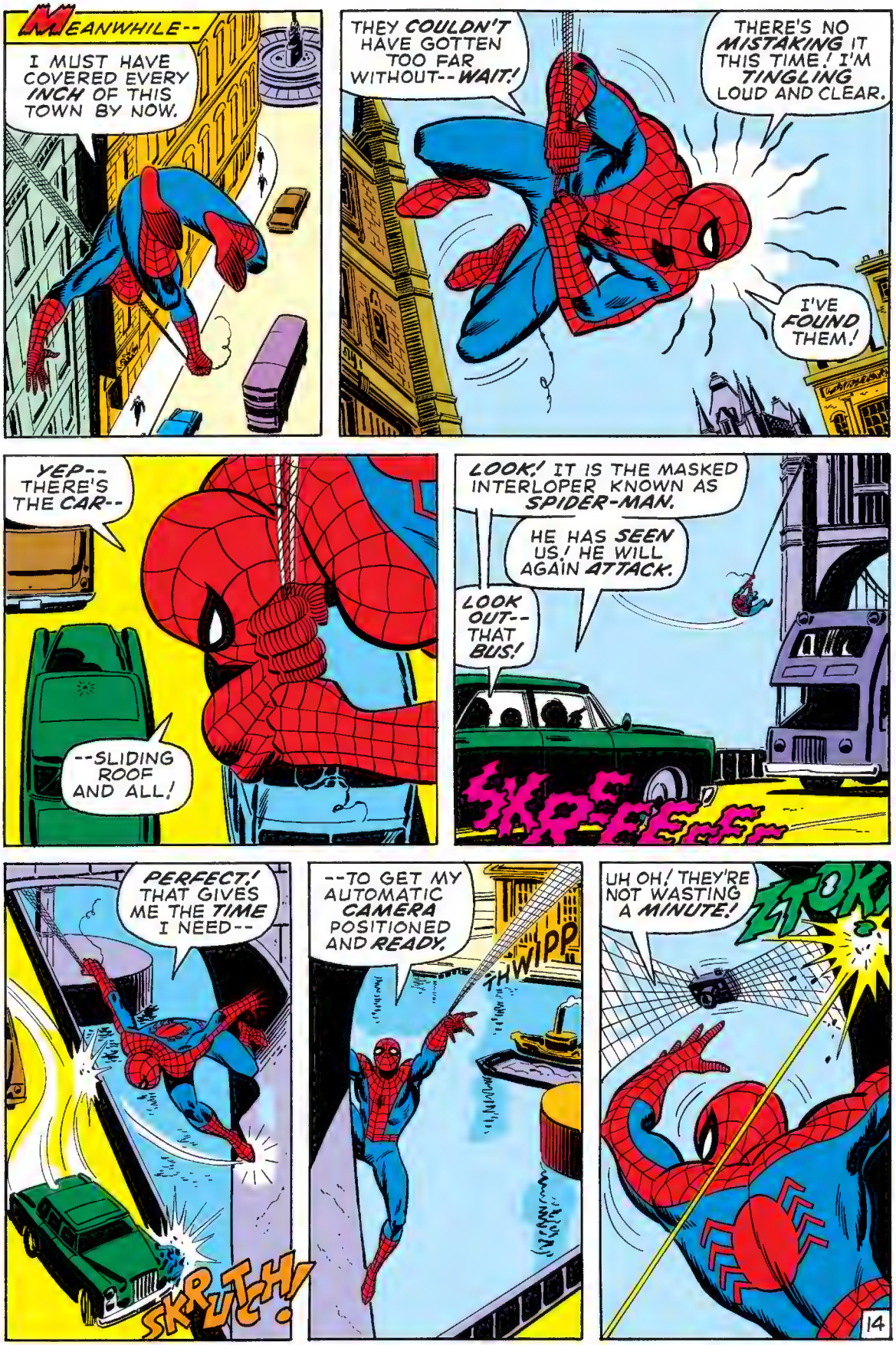

YEAH--YOU JUST KEEP THINKING THAT, MISTER--
'CAUSE NO MATTER WHERE YOU GO--YOU'RE TAKING MY SPIDEY TRACER WITH YOU.
JUST SO LONG AS YOU DON'T COME BACK TO CHECK.
AND THAT MEANS--I'LL FIND YOU AGAIN.


BUT FIRST, I'D BETTER GET OUT OF THIS COSTUME, AND--
UH OH! HEADS UP, SPIDEY--LOOKS LIKE YOU'VE GOT COMPANY.

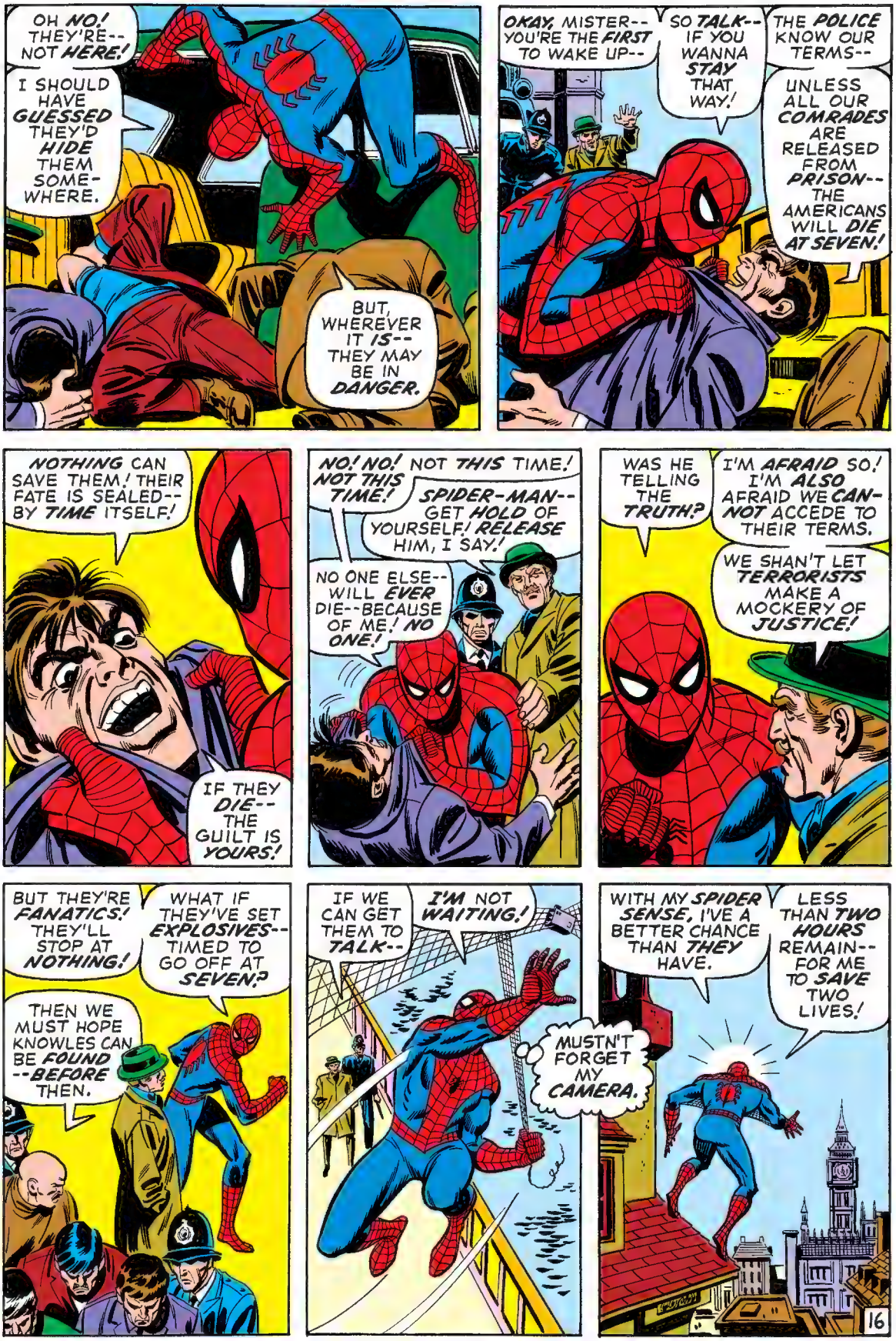

THIS IS THE CHAP WHO PURSUED THE CAR, INSPECTOR.
WHAT DO I DO NOW? CAN'T MAKE A BREAK WITHOUT HURTING SOMEONE.
INSPECTOR HARGRAVES HERE! I SAW WHAT YOU DID, MY MAN, AND WAS MOST IMPRESSED.
BUT WHY ON EARTH DO YOU CHOOSE TO WEAR THAT RIDICULOUS COSTUME?
I HATE TO BE UNNOTICED IN A CROWD.
WHAT A RELIEF! HE SEEMS REASONABLE ENOUGH.
A PITY THOSE BEGGARS GOT AWAY--BUT WE'LL FIND THEM!
THEY HOPE TO FORCE US TO FREE SOME OF THEIR FELLOWS WHOM WE'VE ALREADY IMPRISONED.
BUT THEY'LL FIND US RATHER MORE DETERMINED THAN THEY EXPECT.
HOWEVER, I'D LIKE TO KNOW A BIT MORE ABOUT YOU, MY LAD.
LOOK--THERE'S NO LAW AGAINST WEARING A COSTUME, IS THERE?
NOW, NOW--DON'T GET BELLIGERENT, OLD BOY! THE YARD KEEPS A FILE ON SPIDER-MAN, Y'KNOW.
THOUGH I MUST ADMIT, IT'S NOT AS COMPLETE AS I'D WISH.
BUT I'LL REVIEW IT AGAIN.
OKAY THEN--YOU DO THAT!
BUT WHILE YOU'RE UNWINDING RED TAPE, I'LL BE FINDING KNOWLES AND HIS SON!
INSPECTOR! HE'S GETTING AWAY--UP THAT SHEER WALL!
NUTS! WHY DID I LOSE MY TEMPER?
HE WAS A RIGHT GUY--
JUST DOING HIS JOB.
SIR, I STUDIED THE SPIDER-MAN FILE QUITE RECENTLY. I REMEMBER NOTING THAT HE IS A FUGITIVE--WANTED BY THE NEW YORK CONSTABULARY.
NO NEED FOR ALARM, BROOKS. HE'S A STRANGER, ALONE IN OUR CITY.
IT WILL BE SIMPLE ENOUGH TO KEEP HIM UNDER SURVEILLANCE.
AND THAT IS PRECISELY WHAT WE'LL DO.
10

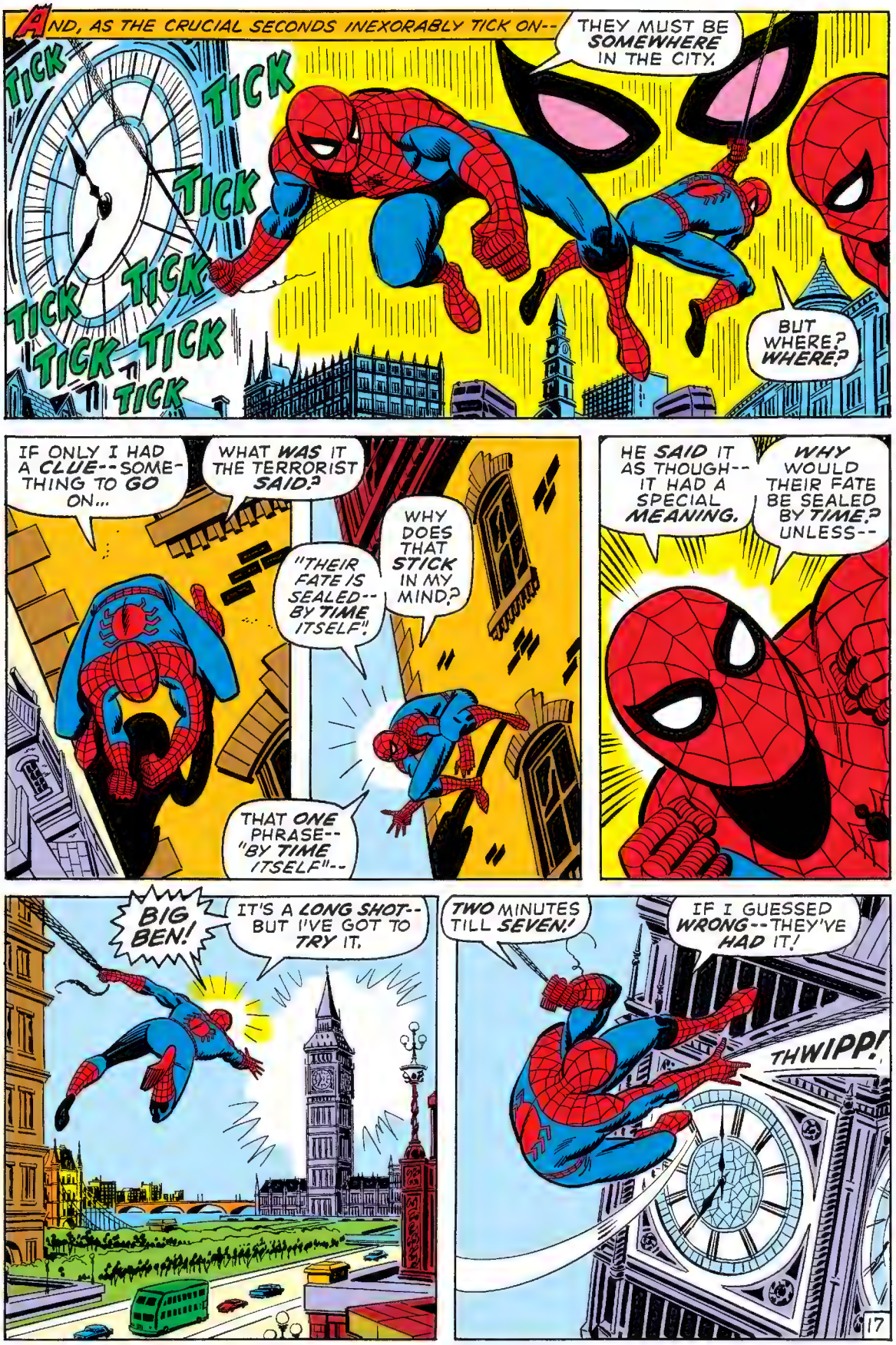

THEN, FOR THE NEXT FEW HOURS--
I'VE GOT TO KEEP CRISS-CROSSING THE CITY...
...UNTIL I SENSE THE SIGNAL FROM MY SPIDEY-TRACER.
I JUST HOPE IT WON'T TAKE TOO LONG.
'CAUSE EVERY MINUTE THAT GOES BY--
--IS A MINUTE AWAY FROM GWENDY!
MAYBE I'M A SHNOOK FOR BUTTING IN--
IT'S NOT AS THOUGH ANYONE ASKED ME TO.
BUT WHEN I THINK OF THAT NICE GUY, KNOWLES-- AND THAT LITTLE SON OF HIS-- IN THE HANDS OF THOSE GUN-HAPPY CREEPS SOMEWHERE--
SOMETIMES --I FEEL LIKE I WAS BORN TO BE SPIDER-MAN.
LIFE
WRIGL
11

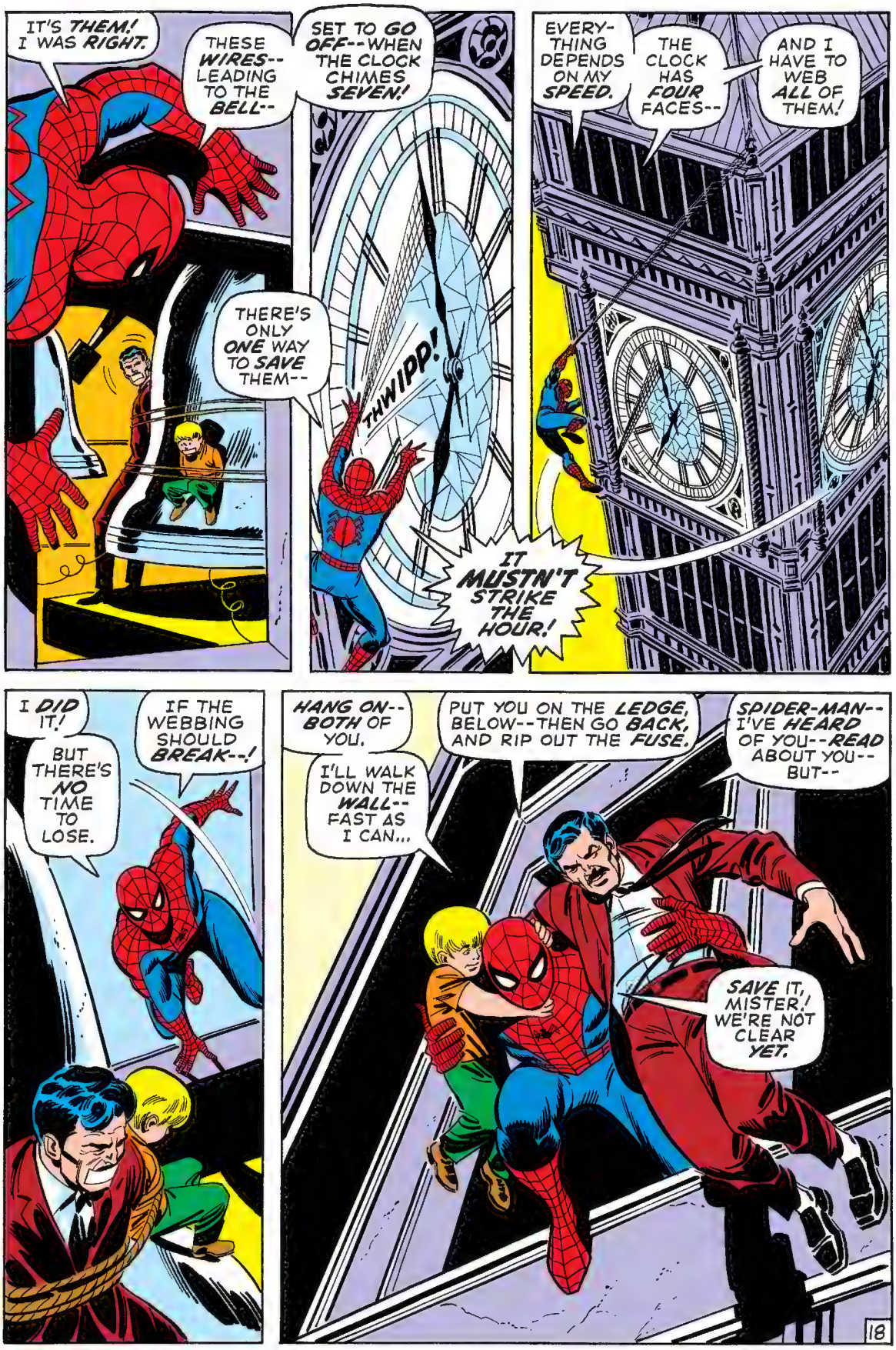

SAY--THAT CAR LOOKS LIKE--
NOPE! FALSE ALARM. I'M NOT GETTING A TINGLE.
FISH N' CHIPS
WHILE I'M HERE, I'LL STASH MY CLOTHES AWAY FOR A WHILE.
IF IT COMES TO A FIGHT, THEY COULD GET IN THE WAY.
STRANGE--I'M BEGINNING TO TINGLE NOW.
BUT WHY? THERE'S NO CAR.
ALTHOUGH OUR HERO MAY NEVER KNOW THE REASON WHY--IT'S PRETTY CLEAR TO US--
A FIGURE--SWINGING PAST MY WINDOW!
IT LOOKS LIKE--IT IS--BUT IT ISN'T POSSIBLE! HE CAN'T BE HERE! NOT HERE!
12
FIRST, HE KILLED MY FATHER--AND NOW--
HE'S TRAVELLED ALL THE WAY ACROSS THE OCEAN--AFTER ME!
GWEN!
OHHHHHH...
WHAT IS IT, ARTHUR? WHAT HAPPENED TO THE CHILD?
I DON'T KNOW, MY DEAR. SHE LOOKED OUT OF THE WINDOW, AND THEN--SHE FAINTED!
LISTEN! WHAT IS SHE MUTTERING?
OVER AND OVER AGAIN--UNDER HER BREATH... IT SOUNDS LIKE--SPIDER-MAN.
ISN'T HE THE ONE SHE HAS BLAMED FOR POOR GEORGE'S DEATH?
SHE MUST HAVE IMAGINED SHE SAW HIM.
13


MEANWHILE--
I MUST HAVE COVERED EVERY INCH OF THIS TOWN BY NOW.
THEY COULDN'T HAVE GOTTEN TOO FAR WITHOUT--WAIT!
THERE'S NO MISTAKING IT THIS TIME! I'M TINGLING LOUD AND CLEAR.
I'VE FOUND THEM!
YEP--THERE'S THE CAR--
--SLIDING ROOF AND ALL!
LOOK! IT IS THE MASKED INTERLOPER KNOWN AS SPIDER-MAN.
HE HAS SEEN US! HE WILL AGAIN ATTACK.
LOOK OUT--THAT BUS!
SKREEEE
PERFECT! THAT GIVES ME THE TIME I NEED--
SKRUTCH!
--TO GET MY AUTOMATIC CAMERA POSITIONED AND READY.
THWIPP
UH OH! THEY'RE NOT WASTING A MINUTE!
ZTOK!

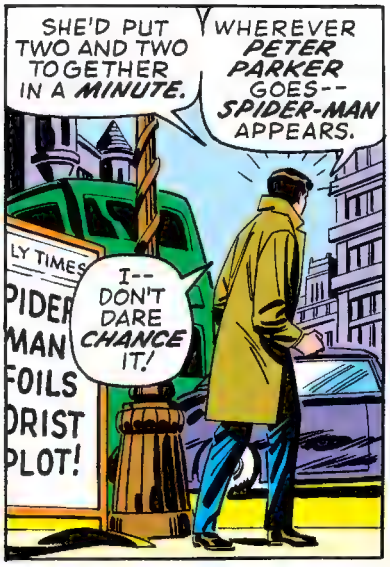
--AND NEITHER WILL I!
SPKSH
HAVE TO MOVE FAST, BEFORE A STRAY BULLET SMASHES MY CAMERA.
--OR, EVEN WORSE--BEFORE IT SMASHES ME.
SORRY, SON--ONE CHANCE IS ALL YOU GET.
BOK!
NOW TO PEEL THIS SUN-ROOF OFF AND SEE WHAT'S--
HEY!
YOU BOYS TRYING TO TELL ME SOME-THING?
THAKKA THAKKA THAK!
OKAY, CHARLIE--THAT SINKS IT!
I'M THRU BEING A SITTING DUCK FOR YOU CREEPS.
SO NOW WE PLAY IT MY WAY!
QUICK! OUT OF THE CAR--
WE'LL FINISH HIM OUTSIDE.
I WAS HOPING YOU'D DO THAT.
SAVES ME THE TROUBLE OF YANKING YOU OUT ONE AT A TIME.
THWOP
NOW TO GET KNOWLES AND HIS SON...
15


OH NO! THEY'RE-- NOT HERE!
I SHOULD HAVE GUESSED THEY'D HIDE THEM SOME-- WHERE.
BUT, WHEREVER IT IS-- THEY MAY BE IN DANGER.
OKAY, MISTER-- YOU'RE THE FIRST TO WAKE UP--
SO TALK-- IF YOU WANNA STAY THAT WAY!
THE POLICE KNOW OUR TERMS--
UNLESS ALL OUR COMRADES ARE RELEASED FROM PRISON-- THE AMERICANS WILL DIE AT SEVEN!
NOTHING CAN SAVE THEM! THEIR FATE IS SEALED-- BY TIME ITSELF!
IF THEY DIE-- THE GUILT IS YOURS!
NO! NO! NOT THIS TIME! NOT THIS TIME!
SPIDER-MAN-- GET HOLD OF YOURSELF! RELEASE HIM, I SAY!
NO ONE ELSE-- WILL EVER DIE--BECAUSE OF ME! NO ONE!
WAS HE TELLING THE TRUTH?
I'M AFRAID SO! I'M ALSO AFRAID WE CAN-- NOT ACCEDE TO THEIR TERMS.
WE SHAN'T LET TERRORISTS MAKE A MOCKERY OF JUSTICE!
BUT THEY'RE FANATICS! THEY'LL STOP AT NOTHING!
WHAT IF THEY'VE SET EXPLOSIVES-- TIMED TO GO OFF AT SEVEN?
THEN WE MUST HOPE KNOWLES CAN BE FOUND --BEFORE THEN.
IF WE CAN GET THEM TO TALK--
I'M NOT WAITING!
MUSTN'T FORGET MY CAMERA.
WITH MY SPIDER SENSE, I'VE A BETTER CHANCE THAN THEY HAVE.
LESS THAN TWO HOURS REMAIN-- FOR ME TO SAVE TWO LIVES!
16

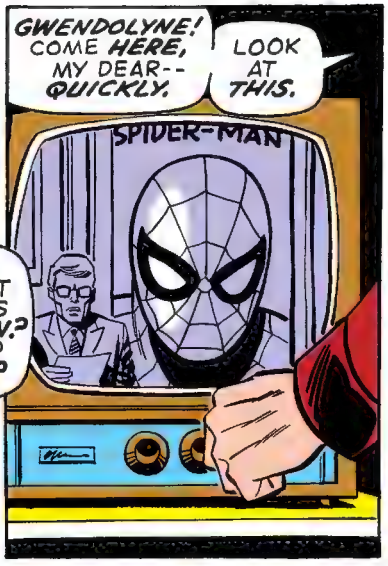

AND, AS THE CRUCIAL SECONDS INEXORABLY TICK ON--
TICK
TICK
TICK
TICK
TICK
TICK
TICK
TICK
THEY MUST BE SOMEWHERE IN THE CITY.
BUT WHERE? WHERE?
IF ONLY I HAD A CLUE--SOMETHING TO GO ON...
WHAT WAS IT THE TERRORIST SAID?
"THEIR FATE IS SEALED--BY TIME ITSELF".
WHY DOES THAT STICK IN MY MIND?
THAT ONE PHRASE--"BY TIME ITSELF"--
HE SAID IT AS THOUGH--IT HAD A SPECIAL MEANING.
WHY WOULD THEIR FATE BE SEALED BY TIME? UNLESS--
BIG BEN!
IT'S A LONG SHOT--BUT I'VE GOT TO TRY IT.
TWO MINUTES TILL SEVEN!
IF I GUESSED WRONG--THEY'VE HAD IT!
THWIPP!
17

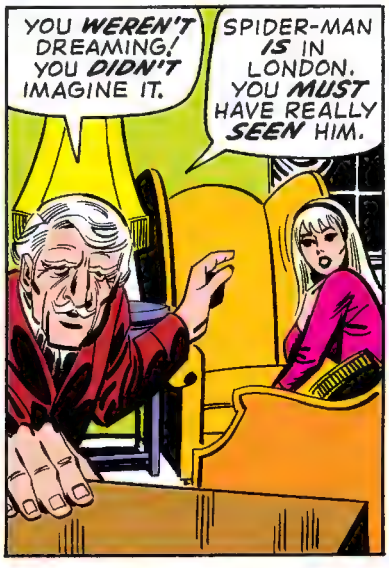

IT'S THEM! I WAS RIGHT.
THESE WIRES-- LEADING TO THE BELL--
SET TO GO OFF--WHEN THE CLOCK CHIMES SEVEN!
THERE'S ONLY ONE WAY TO SAVE THEM--
THWIPP!
EVERY-THING DEPENDS ON MY SPEED.
THE CLOCK HAS FOUR FACES--
AND I HAVE TO WEB ALL OF THEM!
IT MUSTN'T STRIKE THE HOUR!
I DID IT!
IF THE WEBBING SHOULD BREAK--!
BUT THERE'S NO TIME TO LOSE.
HANG ON-- BOTH OF YOU.
I'LL WALK DOWN THE WALL-- FAST AS I CAN...
PUT YOU ON THE LEDGE, BELOW--THEN GO BACK, AND RIP OUT THE FUSE.
SPIDER-MAN-- I'VE HEARD OF YOU--READ ABOUT YOU-- BUT--
SAVE IT, MISTER! WE'RE NOT CLEAR YET.

BUT THEN, MINUTES LATER--
IT'S ALL DE-FUSED.
I CAN BRING YOU DOWN NOW.
GOOD SHOW, MR. KNOWLES! THE BLIGHTERS ARE ALL IN PRISON NOW.
HAD THEY NOT ATTEMPTED THIS SHODDY SCHEME, THEIR FELLOWS MIGHT HAVE BEEN PARDONED! BUT NOW--
BUT NOW, INSPECTOR-- WE'RE JUST GLAD TO BE ALIVE.
HE'S GOING AWAY.
AND THERE, BLESS HIM, IS THE ONE WHO SAVED US.
I SAY, OLD MAN--WHY DO THEY FEAR AND HATE HIM SO IN THE STATES?
I WISH I KNEW, INSPECTOR.
PERHAPS TOO MANY OF US ARE PROPHETS WITHOUT HONOR IN OUR OWN LANDS.
FOR ONCE, EVERYTHING WORKED OUT SWELL.
THE HOSTAGES ARE SAFE-- I GOT MY NEWSPIX--
AND NOW NOTHING CAN KEEP ME FROM GWENDY.
HER UNCLE'S NAME IS ARTHUR.
SO I'LL GO THRU EVERY STACY IN THE PHONE BOOK, UNTIL--
OH NO!
THE ONE THING I DIDN'T THINK OF!
DAILY TIMES
SPIDER-MAN FOILS TERRORIST PLOT!
NOW THAT ALL ENGLAND KNOWS THAT SPIDER-MAN IS HERE--
HOW CAN PETER PARKER GO TO VISIT GWEN?
SHE'D BE CERTAIN TO SUSPECT!

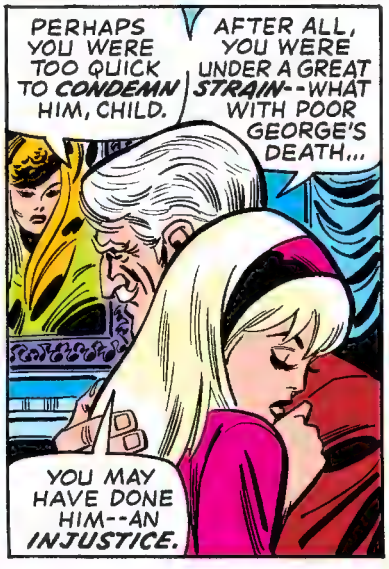

SHE'D PUT TWO AND TWO TOGETHER IN A MINUTE.
WHEREVER PETER PARKER GOES--SPIDER-MAN APPEARS.
I--DON'T DARE CHANCE IT!
LY TIMES
PIDER MAN FOILS ORIST PLOT!

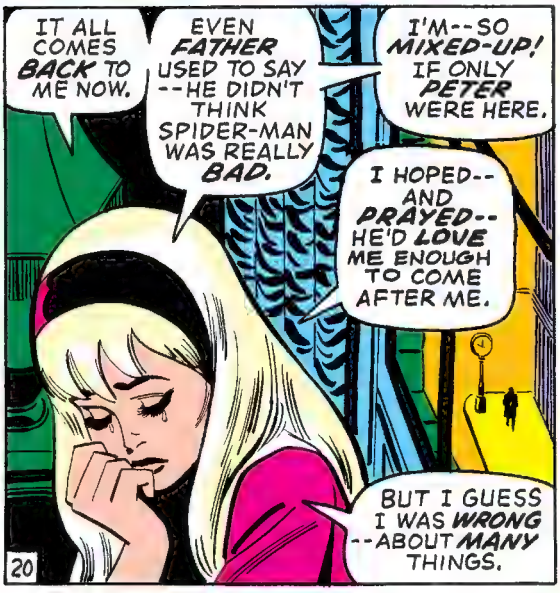
ONCE AGAIN, EVEN WHEN I WIN--I LOSE!
BUT THIS TIME--I'M LOSING GWEN!
WHY DOES IT ALWAYS HAPPEN? WHY? WHY?


GWENDOLYNE! COME HERE, MY DEAR--QUICKLY.
LOOK AT THIS.
SPIDER-MAN


YOU WEREN'T DREAMING! YOU DIDN'T IMAGINE IT.
SPIDER-MAN IS IN LONDON. YOU MUST HAVE REALLY SEEN HIM.

BUT, ACCORDING TO THIS NEWSCAST, HE SEEMS A DECENT SORT.
I'D VENTURE TO SAY THE CHAP'S A BLOOMIN' HERO!


PERHAPS YOU WERE TOO QUICK TO CONDEMN HIM, CHILD.
AFTER ALL, YOU WERE UNDER A GREAT STRAIN--WHAT WITH POOR GEORGE'S DEATH...
YOU MAY HAVE DONE HIM--AN INJUSTICE.


IT ALL COMES BACK TO ME NOW.
EVEN FATHER USED TO SAY--HE DIDN'T THINK SPIDER-MAN WAS REALLY BAD.
I'M--SO MIXED-UP! IF ONLY PETER WERE HERE.
I HOPED--AND PRAYED--HE'D LOVE ME ENOUGH TO COME AFTER ME.
BUT I GUESS I WAS WRONG--ABOUT MANY THINGS.
20

WHILE, IN THE STREET BELOW, A FORLORN FIGURE TRUDGES TOWARDS THE AIRPORT--AND A DISMAL JOURNEY HOME...
MAYBE IT'S BEST THIS WAY.
SHE NEVER EVEN WROTE! SHE'S PROBABLY --FORGOTTEN ME.
NEXT
The GREEN GOBLIN!

SPIDER-MAN
15¢
CC
96
MAY
the AMAZING SPIDER-MAN
WHAT YOU'VE BEEN WAITING FOR!
THIS ONE'S GOT IT ALL!
MARVEL COMICS GROUP
A JOB FOR PETER PARKER!
THE LAST FATAL TRIP!
MARY JANE KNOCKS 'EM DEAD!
AND
THE GREEN GOBLIN RETURNS!
E 4ST
2ND AV
VILLAGE THEATER
SPIDER-MAN'S GETTING AWAY!

THE AMAZING SPIDER-MAN!™
..AND NOW, THE GOBLIN!
DRAMA! ACTION! SHOCK! THIS ONE'S A KNOCKOUT!
LAST ISH, WE SAW PETER PARKER IN LONDON, WHERE HE HAD GONE TO FIND THE GIRL HE LOVES. BUT, BEFORE HE COULD MEET GWEN STACY, HE HAD TO BECOME SPIDER-MAN AGAIN, AND GO INTO BATTLE.
STORY: STAN LEE
ART: GIL KANE JOHN ROMITA
LETTERING: ARTIE SIMEK
556 Z

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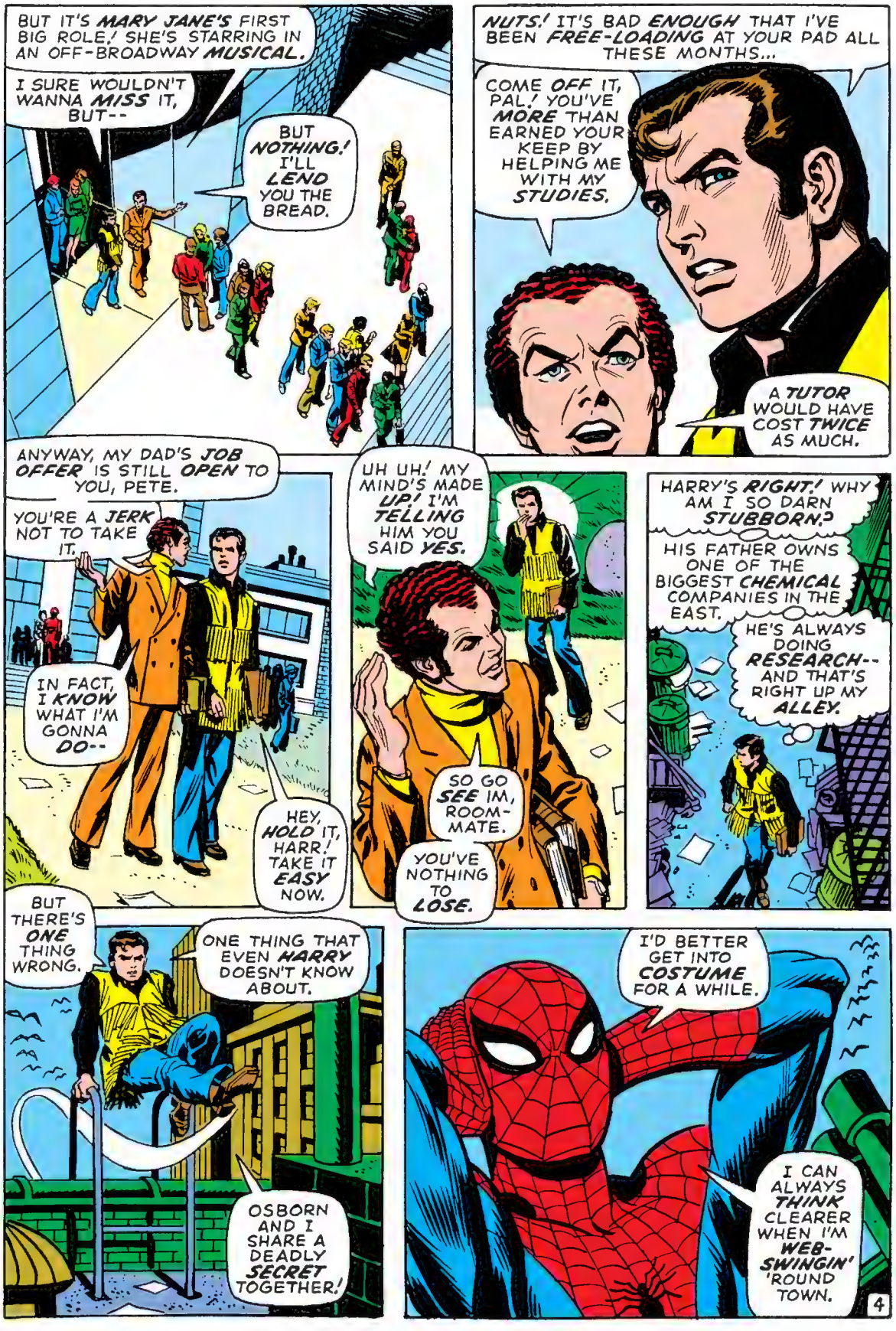
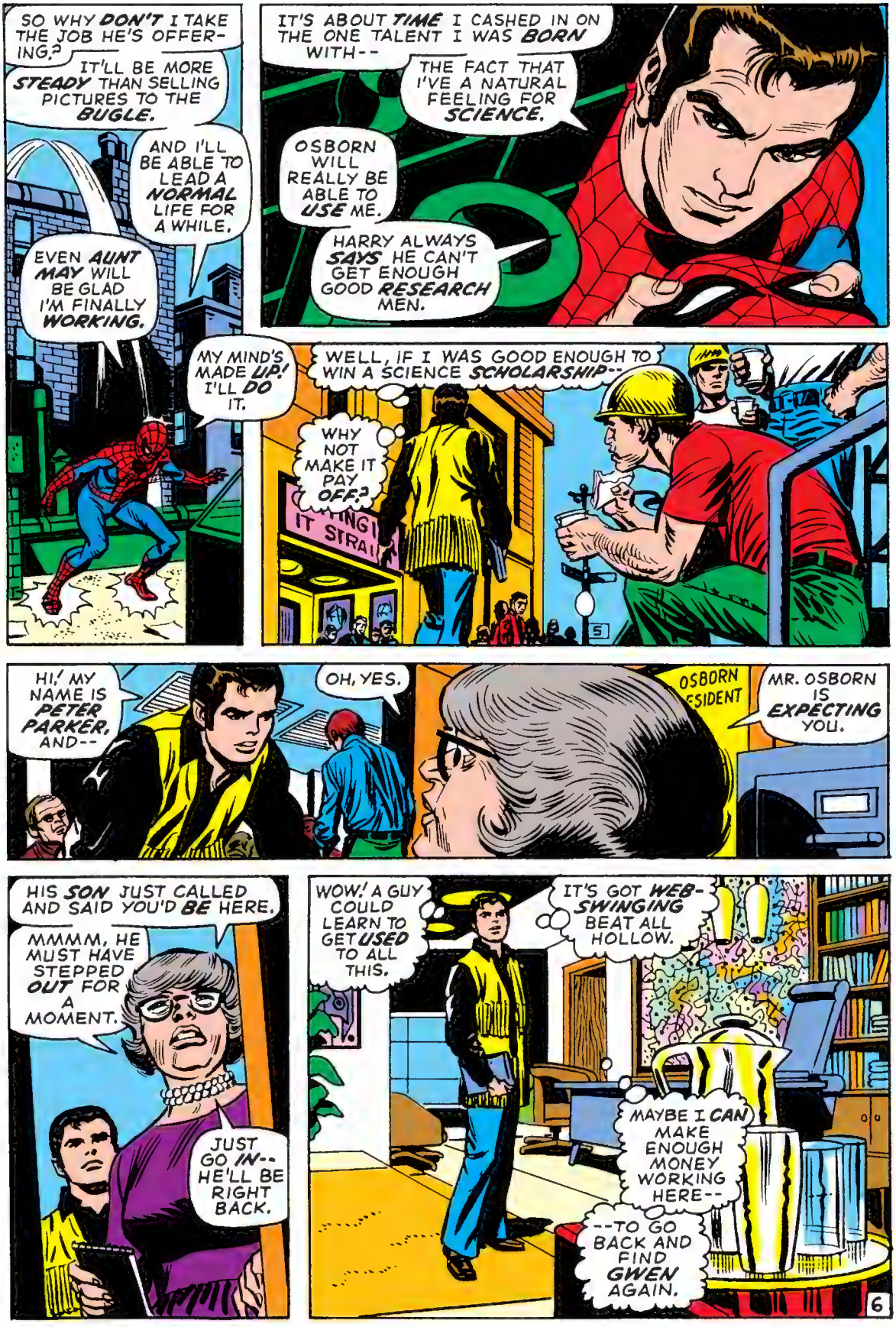
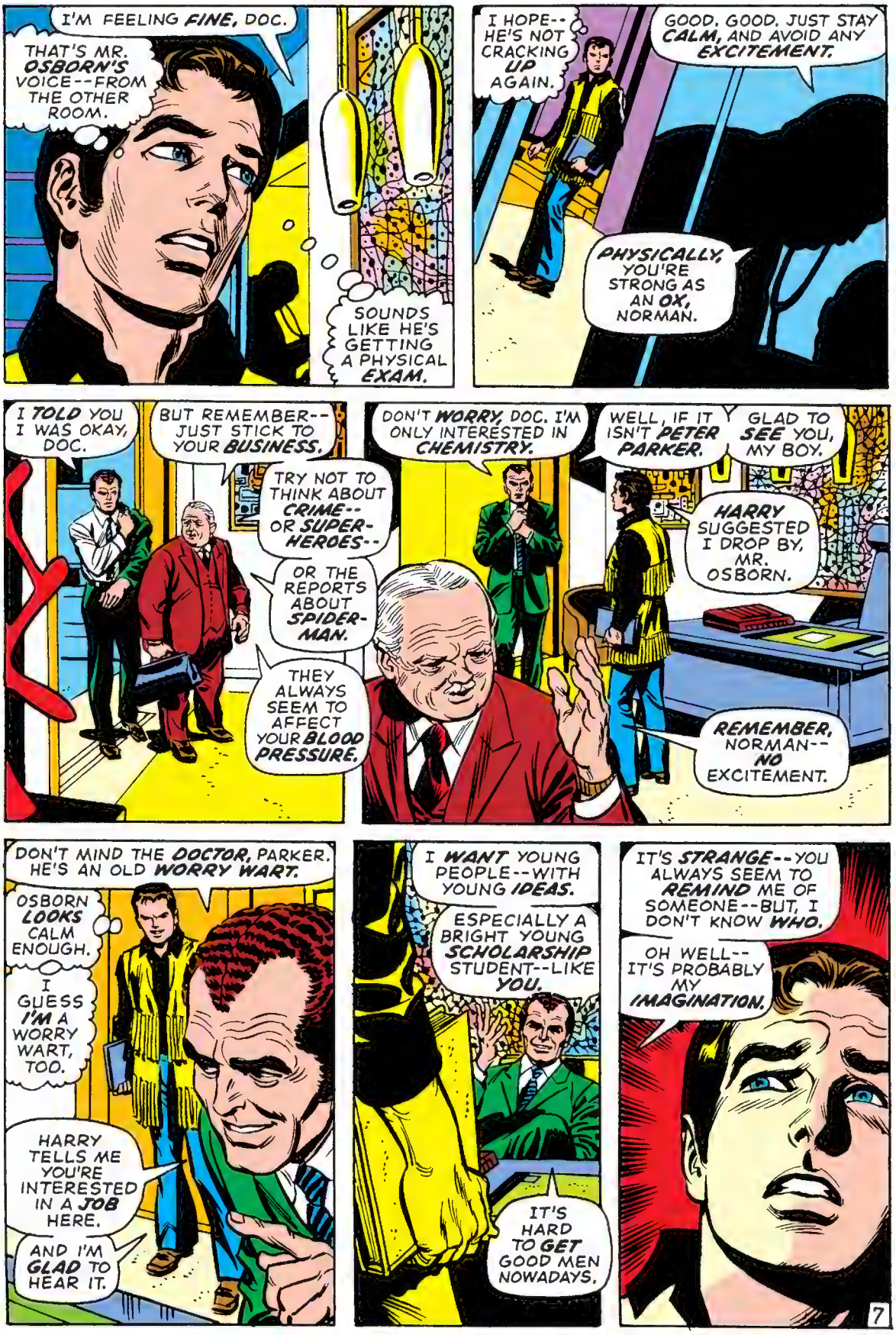
NOW, LET'S GO BACK A FEW HOURS, AS PETER PARKER WINGS TOWARDS NEW YORK--
IT WAS ALL FOR NOTHING.
I NEVER DID GET A CHANCE TO SEE GWEN.
ONCE SHE LEARNED THAT SPIDER-MAN WAS IN LONDON--
I COULDN'T LET HER SEE THAT I WAS THERE, TOO.
SHE'D HAVE PUT TWO AND TWO TOGETHER--
--AND REALIZED THAT PETER PARKER--AND SPIDER-MAN --ARE ONE AND THE SAME!
BUT, AT LEAST IT WASN'T A TOTAL LOSS...
INTERNATIONAL
I DID GET SOME GREAT PHOTOS OF SPIDEY IN ACTION.
THEY'LL REPAY JOE ROBERTSON FOR THE ROUND-TRIP TICKET HE GOT ME.
SO I'D BETTER DELIVER THEM BEFORE I DO ANYTHING ELSE.
TAXI! TAXI!
TAXI
A SUBWAY WOULD HAVE BEEN CHEAPER.
BUT, WHAT THE HECK--IT'S MY LAST FEW BUCKS--
MIGHT AS WELL BLOW 'EM!
KEEP RIGHT
HI, BETTY! MR. ROBERTSON IN?
HELLO, PETER.
YES, HE IS.
SPIDER-MAN FIGHTING THE TERRORISTS, EH?
EXCELLENT, PETER-- EXCELLENT.
I THOUGHT YOU'D LIKE THEM.
2

YOU WERE LUCKY TO GET THESE.
WHAT DOES HE MEAN BY THAT.? WHY'S HE LOOKING AT THEM SO LONG?
CAN HE BE THINKING-- WHAT I'M AFRAID HE'S THINKING?
I WAS A FOOL! I WAS SO BUSY WORRYING ABOUT GWEN LEARNING MY SECRET--
--I DIDN'T STOP TO THINK ABOUT ROBBIE.
WHAT IF HE ALSO WONDERS WHY SPIDEY IS ALWAYS ON THE SCENE WHEN PETER PARKER IS THERE.?
OKAY, PETER--THESE PIX ARE WELL WORTH WHAT WE SPENT FOR YOUR FARE.
I KNEW YOU WOULDN'T LET ME DOWN, SON.
I WONDER-- HOW MUCH MORE THAN THAT HE KNOWS?
BUT, MAYBE I'M OVERLY SUSPICIOUS! AFTER ALL, HE HASN'T SAID ANYTHING.
--WHILE I CAN.
MY BEST BET IS TO PLAY IT COOL.
THE NEXT DAY, AT GOOD OLD E. S. U.--
IT FEELS FUNNY, GETTING BACK TO THE OLD ROUTINE.
HEY, PETE! I'VE BEEN LOOKING FOR YOU.
THE GANG'S GOING TO THE THEATRE TONIGHT.
SORRY, HARRY-- COUNT ME OUT.
I'M BROKE.
3.

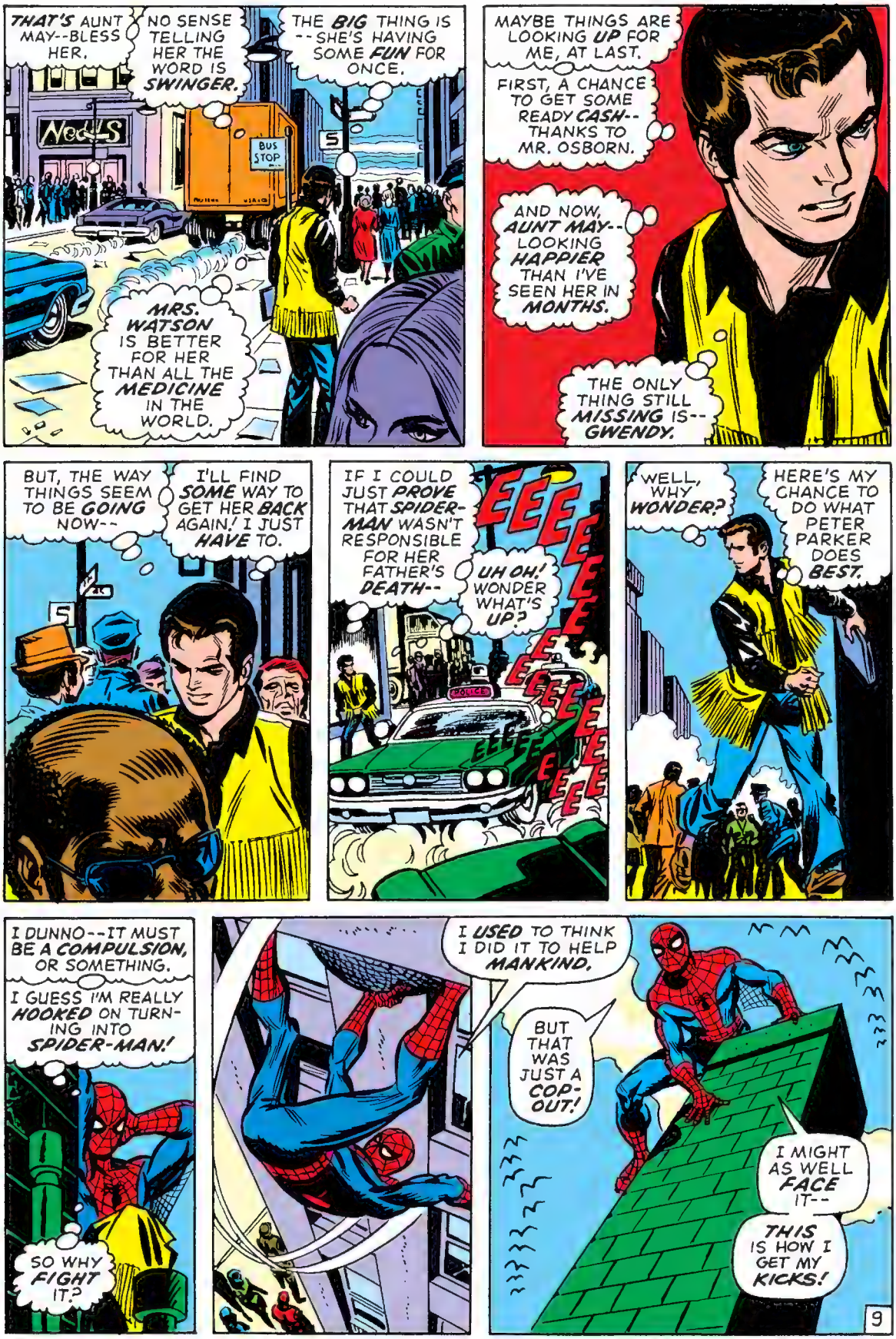

BUT IT'S MARY JANE'S FIRST BIG ROLE,! SHE'S STARRING IN AN OFF-BROADWAY MUSICAL.
I SURE WOULDN'T WANNA MISS IT, BUT--
BUT NOTHING! I'LL LEND YOU THE BREAD.
NUTS! IT'S BAD ENOUGH THAT I'VE BEEN FREE-LOADING AT YOUR PAD ALL THESE MONTHS...
COME OFF IT, PAL! YOU'VE MORE THAN EARNED YOUR KEEP BY HELPING ME WITH MY STUDIES.
A TUTOR WOULD HAVE COST TWICE AS MUCH.
ANYWAY, MY DAD'S JOB OFFER IS STILL OPEN TO YOU, PETE.
YOU'RE A JERK NOT TO TAKE IT.
IN FACT, I KNOW WHAT I'M GONNA DO--
HEY, HOLD IT, HARR! TAKE IT EASY NOW.
UH UH! MY MIND'S MADE UP! I'M TELLING HIM YOU SAID YES.
SO GO SEE IM, ROOM-MATE.
YOU'VE NOTHING TO LOSE.
HARRY'S RIGHT! WHY AM I SO DARN STUBBORN?
HIS FATHER OWNS ONE OF THE BIGGEST CHEMICAL COMPANIES IN THE EAST.
HE'S ALWAYS DOING RESEARCH-- AND THAT'S RIGHT UP MY ALLEY.
BUT THERE'S ONE THING WRONG.
ONE THING THAT EVEN HARRY DOESN'T KNOW ABOUT.
OSBORN AND I SHARE A DEADLY SECRET TOGETHER!
I'D BETTER GET INTO COSTUME FOR A WHILE.
I CAN ALWAYS THINK CLEARER WHEN I'M WEB-SWINGIN' 'ROUND TOWN.
4

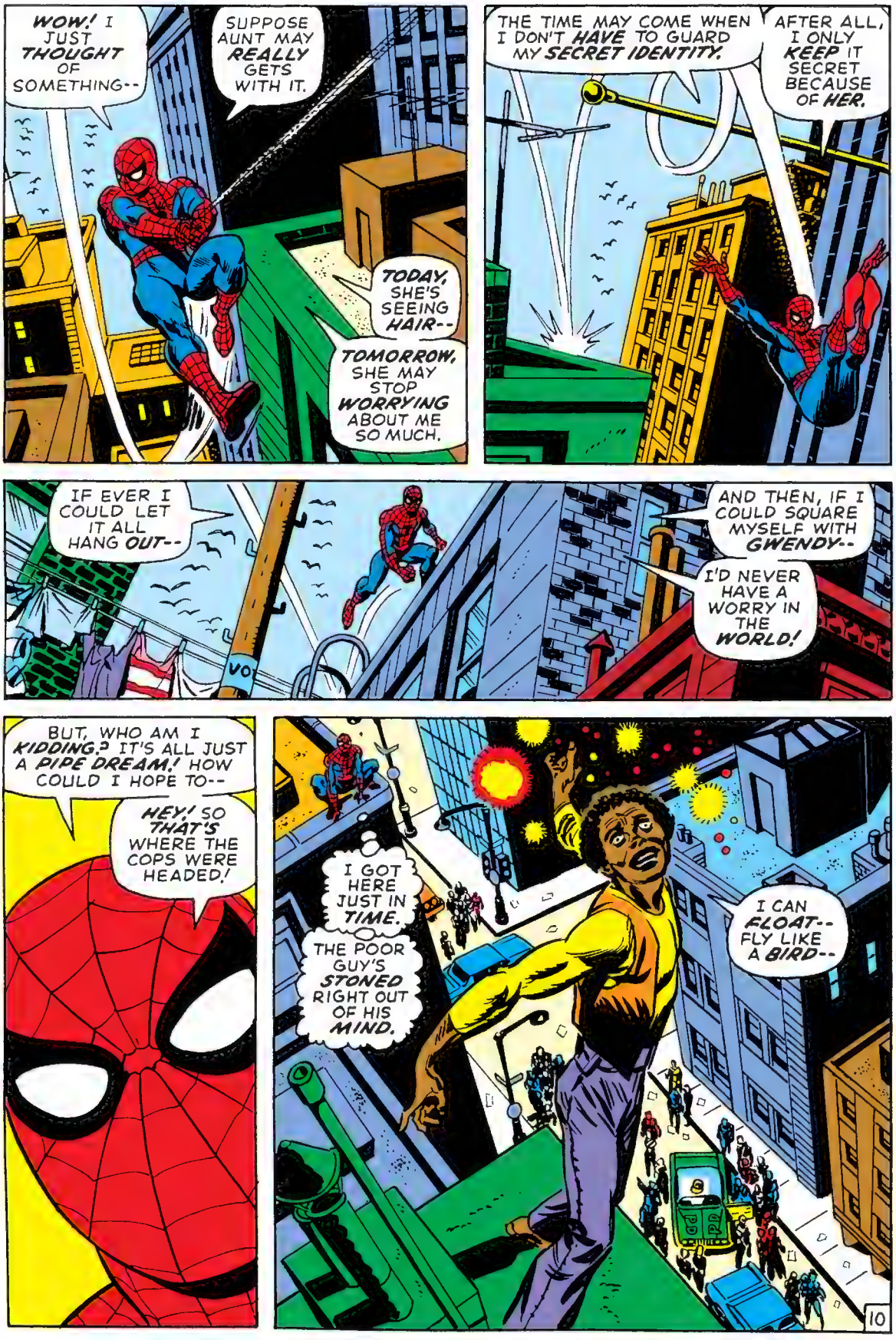
--AND THIS ISN'T EASY TO THINK ABOUT!
NOT WHEN IT CONCERNS--THE GREEN GOBLIN!
THE ONLY LIVING MAN WHO KNOWS MY REAL IDENTITY!
"OF ALL THE FOES I EVER FOUGHT, THE GOBLIN WAS EASILY THE DEADLIEST! AND YET--"
I HAVE TO BE CAREFUL NOT TO HARM HIM.
JUST AS I KNOW HIS!
"FOR, NO ONE KNEW BUT ME THAT THE GREEN GOBLIN WAS REALLY--HARRY OSBORN'S FATHER!"
"THE REASON HE WAS SO DEADLY IS--HE WAS MENTALLY SICK--"
"--MR. OSBORN DIDN'T KNOW HE WAS THE GOBLIN! HE COULDN'T HELP BEING AS HE WAS!"
I'VE GOT TO GET HIM TO A DOCTOR.
HE'S ILL--DESPERATELY ILL.
"FOR ONCE, LUCK WAS WITH ME! HE DEVELOPED AMNESIA--AND REMEMBERED NOTHING."
MY SECRET IS SAFE--SO LONG AS HIS MEMORY DOESN'T RETURN.
WHEN HE RECOVERED, HE BECAME A NORMAL BUSINESSMAN AGAIN.
HE DOESN'T EVEN REMEMBER THAT HE ONCE HAD BEEN THE GOBLIN.


SO WHY DON'T I TAKE THE JOB HE'S OFFERING?
IT'LL BE MORE STEADY THAN SELLING PICTURES TO THE BUGLE.
AND I'LL BE ABLE TO LEAD A NORMAL LIFE FOR A WHILE.
EVEN AUNT MAY WILL BE GLAD I'M FINALLY WORKING.
IT'S ABOUT TIME I CASHED IN ON THE ONE TALENT I WAS BORN WITH--
THE FACT THAT I'VE A NATURAL FEELING FOR SCIENCE.
OSBORN WILL REALLY BE ABLE TO USE ME.
HARRY ALWAYS SAYS HE CAN'T GET ENOUGH GOOD RESEARCH MEN.
MY MIND'S MADE UP! I'LL DO IT.
WELL, IF I WAS GOOD ENOUGH TO WIN A SCIENCE SCHOLARSHIP--
WHY NOT MAKE IT PAY OFF?
HI,' MY NAME IS PETER PARKER, AND--
OH, YES.
OSBORN ESIDENT
MR. OSBORN IS EXPECTING YOU.
HIS SON JUST CALLED AND SAID YOU'D BE HERE.
MMMM, HE MUST HAVE STEPPED OUT FOR A MOMENT.
JUST GO IN-- HE'LL BE RIGHT BACK.
WOW! A GUY COULD LEARN TO GET USED TO ALL THIS.
IT'S GOT WEB-SWINGING BEAT ALL HOLLOW.
MAYBE I CAN MAKE ENOUGH MONEY WORKING HERE--
--TO GO BACK AND FIND GWEN AGAIN.
6

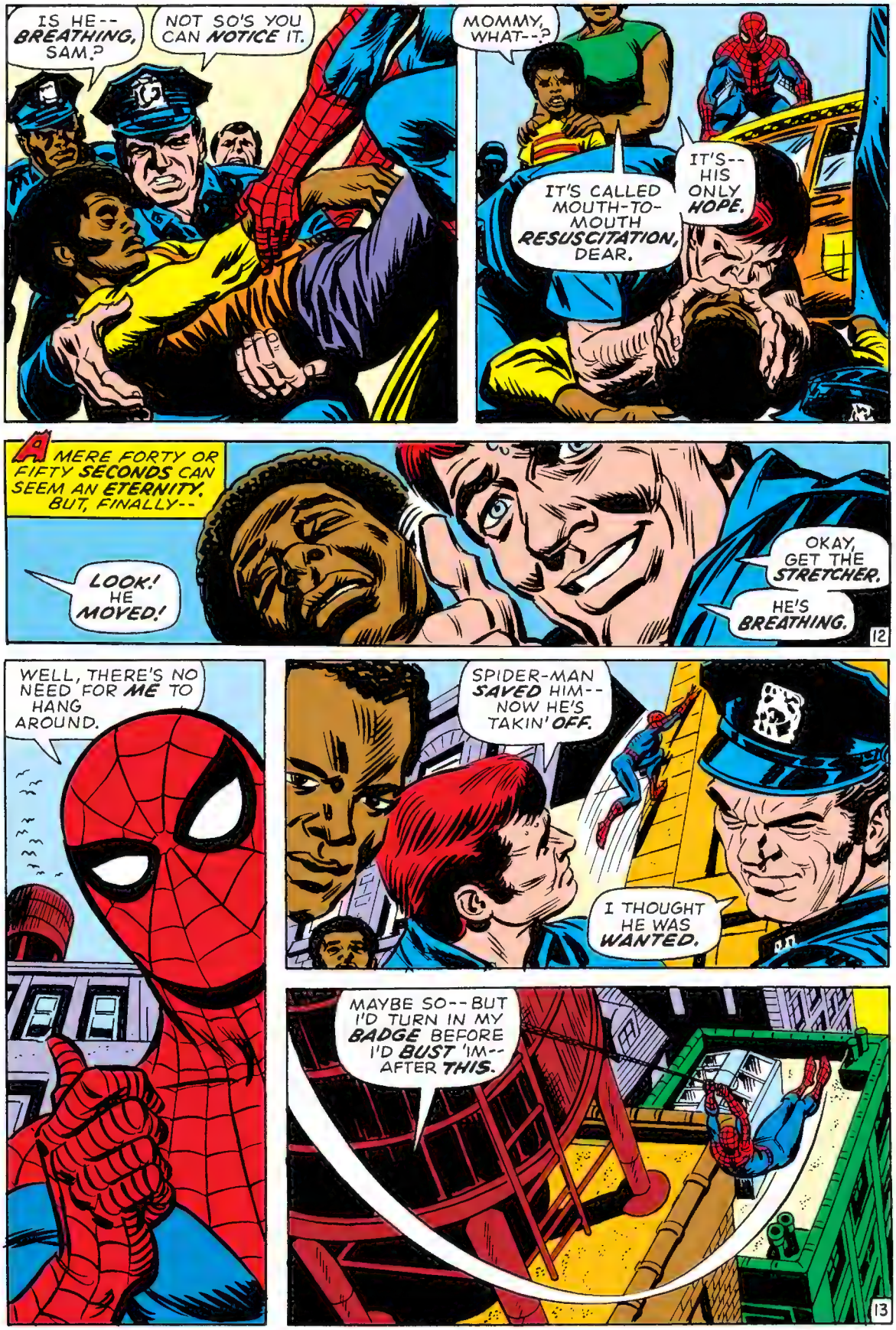

I'M FEELING FINE, DOC.
THAT'S MR. OSBORN'S VOICE--FROM THE OTHER ROOM.
SOUNDS LIKE HE'S GETTING A PHYSICAL EXAM.
I HOPE--HE'S NOT CRACKING UP AGAIN.
GOOD, GOOD. JUST STAY CALM, AND AVOID ANY EXCITEMENT.
PHYSICALLY, YOU'RE STRONG AS AN OX, NORMAN.
I TOLD YOU I WAS OKAY, DOC.
BUT REMEMBER--JUST STICK TO YOUR BUSINESS.
TRY NOT TO THINK ABOUT CRIME--OR SUPER-HEROES--
OR THE REPORTS ABOUT SPIDER-MAN.
THEY ALWAYS SEEM TO AFFECT YOUR BLOOD PRESSURE.
DON'T WORRY, DOC. I'M ONLY INTERESTED IN CHEMISTRY.
WELL, IF IT ISN'T PETER PARKER.
GLAD TO SEE YOU, MY BOY.
HARRY SUGGESTED I DROP BY, MR. OSBORN.
REMEMBER, NORMAN--NO EXCITEMENT.
DON'T MIND THE DOCTOR, PARKER. HE'S AN OLD WORRY WART.
OSBORN LOOKS CALM ENOUGH.
I GUESS I'M A WORRY WART, TOO.
HARRY TELLS ME YOU'RE INTERESTED IN A JOB HERE.
AND I'M GLAD TO HEAR IT.
I WANT YOUNG PEOPLE--WITH YOUNG IDEAS.
ESPECIALLY A BRIGHT YOUNG SCHOLARSHIP STUDENT--LIKE YOU.
IT'S HARD TO GET GOOD MEN NOWADAYS.
IT'S STRANGE--YOU ALWAYS SEEM TO REMIND ME OF SOMEONE--BUT, I DON'T KNOW WHO.
OH WELL--IT'S PROBABLY MY IMAGINATION.
7

SINCE YOU'RE STILL ATTENDING COLLEGE, YOU'LL HAVE TO WORK PART-TIME.
SO, THE FAIREST SYSTEM WILL BE TO PAY YOU BY THE HOUR.
SOUNDS GREAT, MR. OSBORN! I'LL PUT IT ALL TOGETHER AND GET BACK TO YOU.
FIGURE OUT YOUR SCHEDULE, AND LET ME KNOW.
PERHAPS I'LL SEE YOU AT THE SHOW TONIGHT--
I'M ANXIOUS TO SEE IF HARRY'S GIRL FRIEND, MARY JANE, IS AS GOOD AS HE SAYS!
I'M-- AFRAID I WON'T BE ABLE TO MAKE IT, SIR.
NONSENSE, PETER! IT'S ON ME! I'M TREATING THE WHOLE CROWD.
SO YOU BE THERE, BOY.
WELL, IN THAT CASE...
GOOD OLD HARRY MUST HAVE TOLD HIM HOW BROKE I AM.
WELL, IT'LL BE FUN SEEING M.J. DO HER THING.
I WONDER HOW MANY HOURS A WEEK I'LL BE ABLE TO SPARE FOR MY NEW JOB AT--
PETER, DEAR! I THOUGHT THAT WAS YOU.
NO PARKING
POLICE DEPT.
WHAT A WONDERFUL SURPRISE.
AUNT MAY! AND MRS. WATSON.
WHAT BRINGS YOU DOWN-TOWN?
ANNA CONVINCED ME THAT I SHOULD GET OUT MORE.
WE'RE GOING TO SEE HAIR.
SO WE'RE OFF TO A SHOW.
HAIR?!!
BUT--IT MIGHT BE-- A LITTLE TOO FAR-OUT FOR YOU! I MEAN--
DAILY
LOOK, IT-- IT'S NOT EXACTLY RATED "G"!
HONESTLY, PETER--YOU'RE SO OLD-FASHIONED! YOU REALLY SHOULD BE MORE HEP.
YOU MEAN--HIP.
WELL, WHAT-EVER YOU CALL IT.
ANNA IS TEACHING ME TO BE A SLINGER.


THAT'S AUNT MAY--BLESS HER.
NO SENSE TELLING HER THE WORD IS SWINGER.
THE BIG THING IS --SHE'S HAVING SOME FUN FOR ONCE.
BUS STOP
MRS. WATSON IS BETTER FOR HER THAN ALL THE MEDICINE IN THE WORLD.
MAYBE THINGS ARE LOOKING UP FOR ME, AT LAST.
FIRST, A CHANCE TO GET SOME READY CASH-- THANKS TO MR. OSBORN.
AND NOW, AUNT MAY-- LOOKING HAPPIER THAN I'VE SEEN HER IN MONTHS.
THE ONLY THING STILL MISSING IS-- GWENDY.
BUT, THE WAY THINGS SEEM TO BE GOING NOW--
I'LL FIND SOME WAY TO GET HER BACK AGAIN! I JUST HAVE TO.
IF I COULD JUST PROVE THAT SPIDER-MAN WASN'T RESPONSIBLE FOR HER FATHER'S DEATH--
UH OH! WONDER WHAT'S UP?
EEEE


WOW! I JUST THOUGHT OF SOMETHING--
SUPPOSE AUNT MAY REALLY GETS WITH IT.
TODAY, SHE'S SEEING HAIR--
TOMORROW, SHE MAY STOP WORRYING ABOUT ME SO MUCH.
THE TIME MAY COME WHEN I DON'T HAVE TO GUARD MY SECRET IDENTITY.
AFTER ALL, I ONLY KEEP IT SECRET BECAUSE OF HER.
IF EVER I COULD LET IT ALL HANG OUT--
VO
AND THEN, IF I COULD SQUARE MYSELF WITH GWENDY--
I'D NEVER HAVE A WORRY IN THE WORLD!
BUT, WHO AM I KIDDING? IT'S ALL JUST A PIPE DREAM! HOW COULD I HOPE TO--
HEY! SO THAT'S WHERE THE COPS WERE HEADED!
I GOT HERE JUST IN TIME.
THE POOR GUY'S STONED RIGHT OUT OF HIS MIND.
I CAN FLOAT-- FLY LIKE A BIRD--
10

GET BACK! WE'RE COMING TO HELP YOU!
THEY'LL NEVER REACH HIM IN TIME.
HELP? WHO NEEDS HELP?
I'M A LION-- AN EAGLE! I CAN DO ANY-THING!
BUT I FEEL BAD! NO ONE BELIEVES ME.
THEY GOTTA BELIEVE! THEY GOTTA KNOW HOW IT IS!
THEY GOTTA SEE--SEE HOW I WALK ON THE AIR--
GOTCHA!
HAVE TO TIME IT JUST RIGHT.
THERE WON'T BE A SECOND CHANCE.
I JUST REMEMBERED--
I'M STILL WANTED BY THE POLICE!
BUT THIS IS NO TIME TO WORRY ABOUT IT.
THIS KID'S SICK --REAL SICK!
POLICE
11


IS HE-- BREATHING, SAM?
NOT SO'S YOU CAN NOTICE IT.
MOMMY, WHAT--?
IT'S CALLED MOUTH-TO-MOUTH RESUSCITATION, DEAR.
IT'S-- HIS ONLY HOPE.
A MERE FORTY OR FIFTY SECONDS CAN SEEM AN ETERNITY. BUT, FINALLY--
LOOK! HE MOVED!
OKAY, GET THE STRETCHER.
HE'S BREATHING.
12
WELL, THERE'S NO NEED FOR ME TO HANG AROUND.
SPIDER-MAN SAVED HIM-- NOW HE'S TAKIN' OFF.
I THOUGHT HE WAS WANTED.
MAYBE SO-- BUT I'D TURN IN MY BADGE BEFORE I'D BUST 'IM-- AFTER THIS.
13

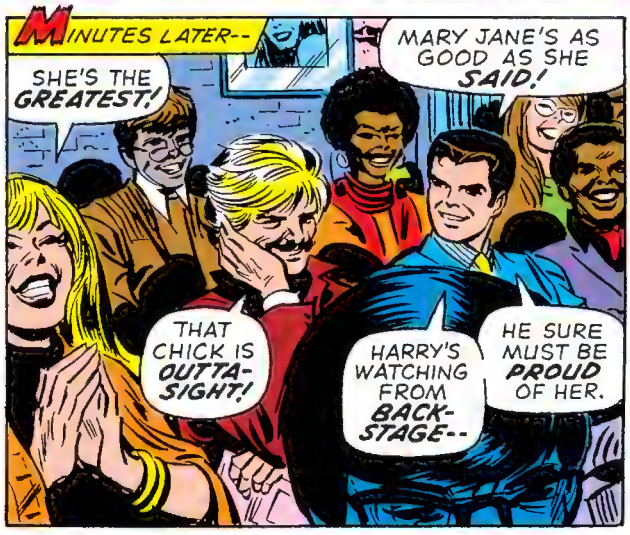
I SURE HOPE THAT POOR GUY'LL BE ALL RIGHT.
BUT I WOULDN'T BET ON IT.
ANY DRUG STRONG ENOUGH TO GIVE YOU THAT KIND OF TRIP--
--CAN DAMAGE YOUR BRAIN--BUT BAD!
BUT HOW DO YOU WARN THE KIDS? HOW DO YOU REACH THEM?
MY LIFE AS SPIDER-MAN IS PROBABLY AS DANGEROUS AS ANY--
BUT I'D RATHER FACE A HUNDRED SUPER-VILLAINS THAN TOSS IT AWAY BY GETTING HOOKED ON HARD DRUGS!
--'CAUSE THAT'S ONE FIGHT YOU CAN'T WIN!
ROBBIE, AND A MILLION OTHER EDITORS, KEEP GRINDING OUT EDITORIALS AGAINST THE DRUG SCENE...
MAYBE IT'S NOT ENOUGH! MAYBE WE'VE GOT TO DO MORE.
IF ONLY SPIDER-MAN COULD...
FINALLY AT SHOW-TIME--
FOR ONCE I'M NOT LATE! THERE'S THE GANG.
BOY! THAT THEATRE ISN'T EXACTLY THE MUSIC HALL!
TONIG
HOW DO YOU LIKE IT, ROOMMATE?
MY DAD ONCE OWNED THIS BUILDING.
AND NOW, IT'S AN OFF-BROADWAY SHOWPLACE!
IF IT WAS ANY FURTHER OFF BROADWAY --IT WOULD BE IN HOBOKEN!
WELCOME, TIGER.
DAD TOLD ME YOU TOOK THE JOB, PETE.
I'M REAL GLAD FOR YOU.
THANKS, HARRY! I HOPE IT'LL WORK OUT.
HEY! HOW ABOUT PAYING SOME ATTENTION TO THE STAR?
THIS IS MY BIG BREAK, HEAR?
SO WHEN MARVELOUS ME COMES ON THE STAGE, I WANNA HEAR IT, TROOPS!
MMMMM--REMEMBER WHEN THEY USED TO CALL YOU PUNY PARKER?
YOU SURE HAVE CHANGED, PETEY.
I NOTICE YOU DIDN'T BRING A DATE...

IT'S GETTING LATE.
WHAT'RE WE WAITING FOR?
WE'RE JUST WAITING FOR RANDY.
HE'LL BE HERE ANY MINUTE.
WHAT'S MARY JANE TRYING TO DO?
SHE KNOWS HOW HARRY FEELS ABOUT HER! WHY'S SHE PLAYING UP TO ME?
HERE HE IS! HERE COMES RANDY NOW!
HEY, DIDJA HEAR WHAT HAPPENED?
SPIDER-MAN JUST SAVED SOME FREAKED-OUT CAT A FEW BLOCKS AWAY.
YEAH? HOW ABOUT THAT?
MAN, THIS DRUG SCENE REALLY BUGS ME!
WHAT DO YOU MEAN, RANDY?
EVERYONE FIGURES IT'S THE BLACK MAN'S BAG --BUT IT AIN'T!
WE'RE THE ONES WHO HATE IT THE MOST!
IT HURTS US MORE THAN ANYONE ELSE--'CAUSE TOO MANY OF US GOT NO HOPE--SO WE'RE EASIER PICKIN'S FOR THE PUSHERS!
BUT IT AINT JUST OUR PROBLEM! IT'S YOURS, TOO!
DON'T LOOK AT ME, SON!
I KNOW WHERE IT'S AT.
YOU DO, HUH? YOU SIT ALL DAY IN YOUR IVORY TOWER, COUNTIN' YOUR BREAD--
I WORKED HARD FOR WHAT I GOT, MISTER!
SO WHAT D'YA WANT--A MEDAL?
EVERYBODY WORKS HARD.
ANSWER ME THIS--
HOW HARD ARE YOU WORKIN' FOR PEOPLE?
WHAT HAVE YOU DONE TO FIGHT DRUGS?
LOOK! I'M JUST ONE MAN! IT'S NOT MY RESPONSIBILITY.
YOU'RE RICH! YOU GOT INFLUENCE!
THAT MAKES IT YOUR RESPONSIBILITY.
15

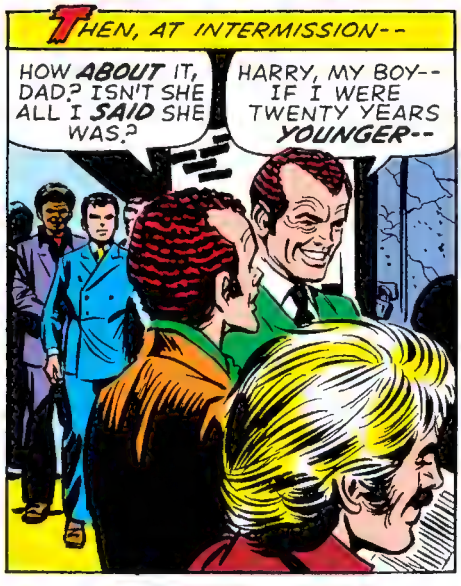
C'MON, RANDY-- LAY OFF, WILLYA?
DAD-- THE DOCTOR SAID YOU MUSTN'T GET EXCITED.
OKAY, MAN-- LET'S LET IT SINK.
NOBODY'S GOT A RIGHT TO SMART-MOUTH ME!
WE GOT A SHOW TO SEE.

MARY JANE-- AREN'T YOU GONNA WAIT FOR ME?
SURE, LOVER! I JUST WANTED TO MAKE SURE THAT PETER FOUND HIS SEAT.
DON'T WORRY, MJ! I'M A BIG BOY.
MMMM-- DON'T I KNOW IT!

THERE'S THE CURTAIN CALL!
IT'S TIME FOR ME TO KNOCK 'EM DEAD!


MINUTES LATER--
SHE'S THE GREATEST!
MARY JANE'S AS GOOD AS SHE SAID!
THAT CHICK IS OUTTA-SIGHT!
HARRY'S WATCHING FROM BACK-STAGE--
HE SURE MUST BE PROUD OF HER.

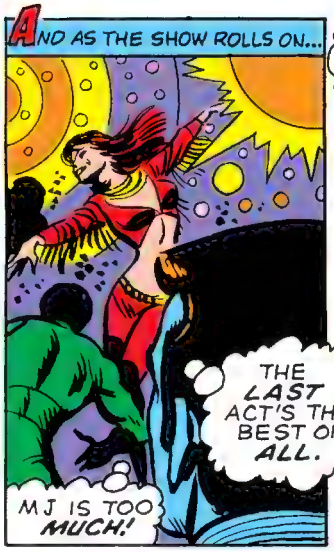
EVEN MR. OSBORN IS ENJOYING IT.
NOBODY COULD STAY UPTIGHT WITH THAT GAL ON STAGE!

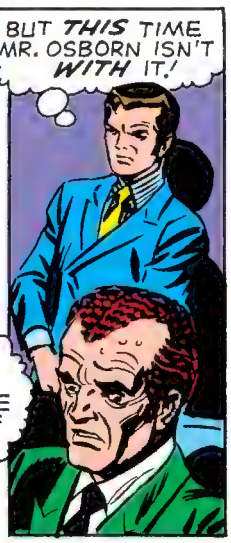

THEN, AT INTERMISSION--
HOW ABOUT IT, DAD? ISN'T SHE ALL I SAID SHE WAS?
HARRY, MY BOY-- IF I WERE TWENTY YEARS YOUNGER--

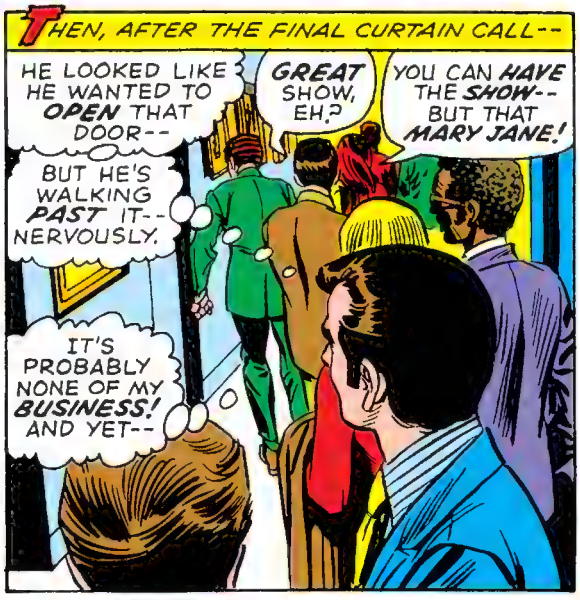
DAD! WHAT IS IT? WHAT'S THE MATTER?
YOU SUDDENLY LOOK SO PALE --SO STRANGE.
I-- DON'T KNOW.
I SEEMED TO FEEL-- A COLD CHILL GO THRU ME!

MY SPIDEY SENSE IS TINGLING, TOO!
CAN IT BE-- THAT DOOR?

NO TIME TO CHECK IT OUT NOW--
BUT I'D BETTER KEEP MY EYE ON HIM-- JUST IN CASE.
I'VE GOT TO KNOW WHAT AFFECTED HIM THAT WAY.


AND AS THE SHOW ROLLS ON...
THE LAST ACT'S THE BEST OF ALL.
MJ IS TOO MUCH!


BUT THIS TIME MR. OSBORN ISN'T WITH IT!


THEN, AFTER THE FINAL CURTAIN CALL--
HE LOOKED LIKE HE WANTED TO OPEN THAT DOOR--
GREAT SHOW, EH?
YOU CAN HAVE THE SHOW-- BUT THAT MARY JANE!
BUT HE'S WALKING PAST IT-- NERVOUSLY.
IT'S PROBABLY NONE OF MY BUSINESS! AND YET--

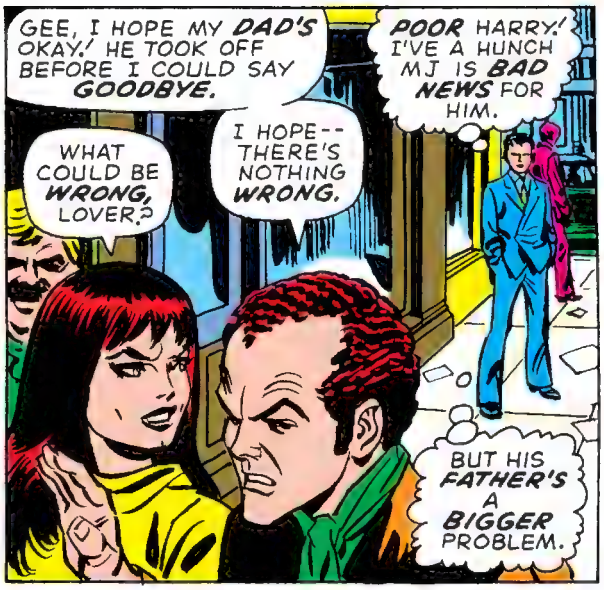
I'M TINGLING AGAIN!
IT HAS TO BE THAT DOOR.

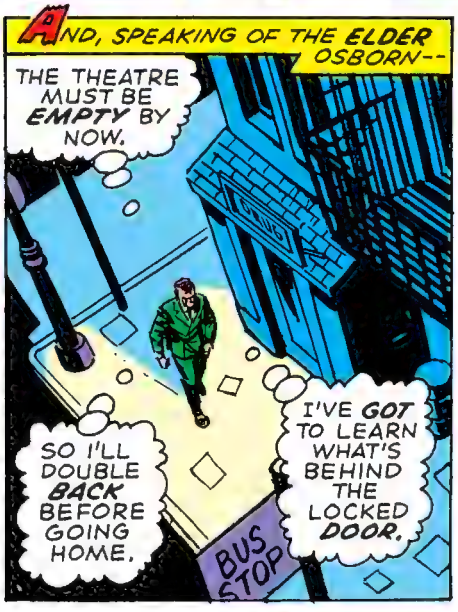
I'VE GOT TO COME BACK-- AND SEE WHAT'S INSIDE.

HOW'D YOU LIKE IT? HOW WAS I?
DID YOU HEAR THE CHEERS-- AND THE APPLAUSE?
DID WE HEAR IT, HONEY?
WE WERE DOING IT!
IGHT

I TOOK A DOZEN CURTAIN CALLS-- AND BOWS!
SURE! YOU'LL HAVE A SORE BACK TOMORROW.
WE'VE GOT TO CELE-BRATE, LADY.
DO YOU KNOW WHAT THAT MEANS?
AM

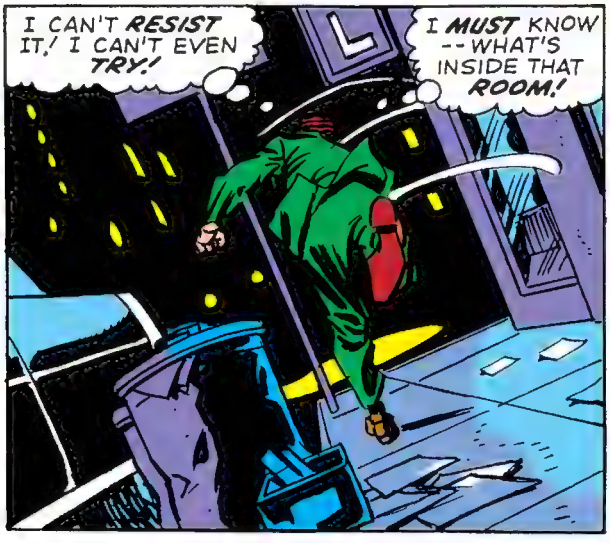
ISN'T PETER COMING WITH US?
THIS MAY SURPRISE YOU--BUT HE KNOWS HOW TO GET HOME BY HIMSELF.
LUCKY FOR ME THAT THEY'RE SPLITTING NOW! I'VE GOT TO WAIT TILL EVERY-ONE'S GONE.

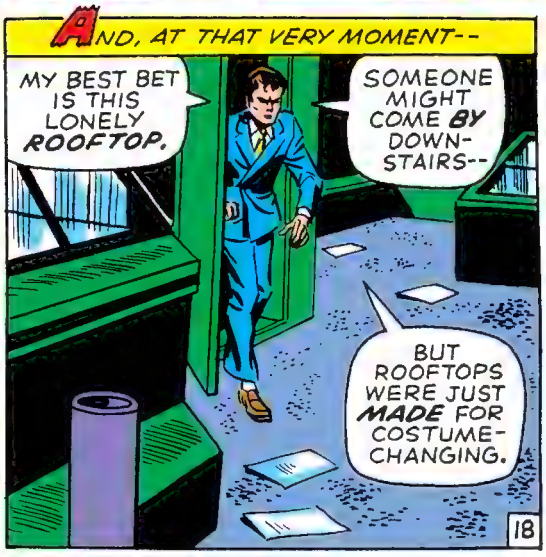

GEE, I HOPE MY DAD'S OKAY! HE TOOK OFF BEFORE I COULD SAY GOODBYE.
POOR HARRY! I'VE A HUNCH MJ IS BAD NEWS FOR HIM.
WHAT COULD BE WRONG, LOVER?
I HOPE--THERE'S NOTHING WRONG.
BUT HIS FATHER'S A BIGGER PROBLEM.

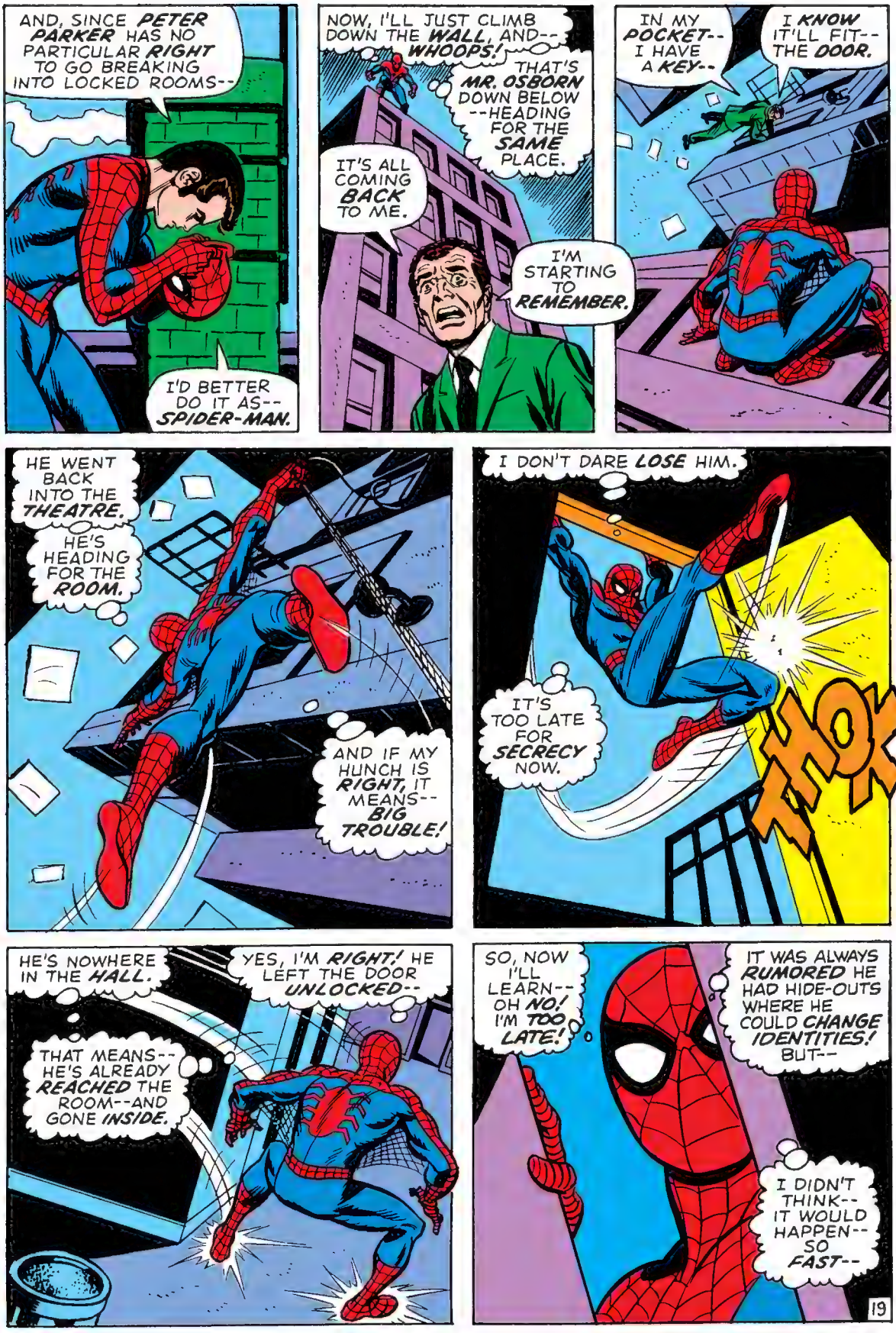

AND, SPEAKING OF THE ELDER OSBORN--
THE THEATRE MUST BE EMPTY BY NOW.
SO I'LL DOUBLE BACK BEFORE GOING HOME.
I'VE GOT TO LEARN WHAT'S BEHIND THE LOCKED DOOR.
BUS STOP

EVER SINCE I SAW THAT DOOR, I'VE HAD THIS STRANGE, HAUNT-ING SENSATION--

A FEELING THAT KEEPS DRAWING ME BACK--BACK--


I CAN'T RESIST IT! I CAN'T EVEN TRY!
I MUST KNOW--WHAT'S INSIDE THAT ROOM!


AND, AT THAT VERY MOMENT--
MY BEST BET IS THIS LONELY ROOFTOP.
SOMEONE MIGHT COME BY DOWN-STAIRS--
BUT ROOFTOPS WERE JUST MADE FOR COSTUME-CHANGING.


AND, SINCE PETER PARKER HAS NO PARTICULAR RIGHT TO GO BREAKING INTO LOCKED ROOMS--
I'D BETTER DO IT AS-- SPIDER-MAN.
NOW, I'LL JUST CLIMB DOWN THE WALL, AND-- WHOOPS!
THAT'S MR. OSBORN DOWN BELOW --HEADING FOR THE SAME PLACE.
IT'S ALL COMING BACK TO ME.
I'M STARTING TO REMEMBER.
IN MY POCKET-- I HAVE A KEY--
I KNOW IT'LL FIT-- THE DOOR.
HE WENT BACK INTO THE THEATRE.
HE'S HEADING FOR THE ROOM.
AND IF MY HUNCH IS RIGHT, IT MEANS-- BIG TROUBLE!
I DON'T DARE LOSE HIM.
IT'S TOO LATE FOR SECRECY NOW.
THOK
HE'S NOWHERE IN THE HALL.
YES, I'M RIGHT! HE LEFT THE DOOR UNLOCKED--
THAT MEANS-- HE'S ALREADY REACHED THE ROOM--AND GONE INSIDE.
SO, NOW I'LL LEARN-- OH NO! I'M TOO LATE!
IT WAS ALWAYS RUMORED HE HAD HIDE-OUTS WHERE HE COULD CHANGE IDENTITIES! BUT--
I DIDN'T THINK-- IT WOULD HAPPEN-- SO FAST--
19

HE'S BECOME --THE GREEN GOBLIN AGAIN!
AND HE SEES ME--HE KNOWS ME!
PARKER! YOU DARE COME HERE?
WELL, I CAN PROMISE YOU THIS--
YOU'LL NEVER LEAVE ALIVE!
CONTINUED NEXT ISSUE!
AS IF YOU DIDN'T KNOW!

SPIDER-MAN
15¢
97
JUNE
the AMAZING SPIDER-MAN
MARVEL COMICS GROUP
ROMITA
SPIDEY FIGHTS THE GOBLIN--
AND LOTS, LOTS MORE!
NUFF SAID!

THE AMAZING SPIDER-MAN!™
IN THE GRIP OF THE GOBLIN!
STORY: STAN LEE
PENCILLING: GIL KANE
INKING: FRANK GIACOIA
LETTERING: SAM ROSEN
ARTIST EMERITUS: JOHN ROMITA
IT'S HAPPENING AGAIN! AS WE SAW LAST ISH, NORMAN OSBORN, THE WEALTHY CHEMICAL MANUFACTURER WHO JUST GAVE PETER PARKER A PART-TIME JOB, HAS REVERTED BACK TO HIS DEADLY, DEMONIAC IDENTITY AS---THE GREEN GOBLIN!! AND, AS HE AND SPIDER-MAN MEET ONCE MORE, IT'S THE GOBLIN WHO LANDS THE FIRST BLOW...
HE'S MADDER.. MORE DANGEROUS THAN EVER.
I CAN'T LET HIM ESCAPE-- NO MATTER WHAT.
THRILL TO ALL THE ACTION, DRAMA AND SUSPENSE THAT HAVE MADE SPIDEY THE WORLD'S MOST POPULAR COMIC BOOK CHARACTER!
575 Z

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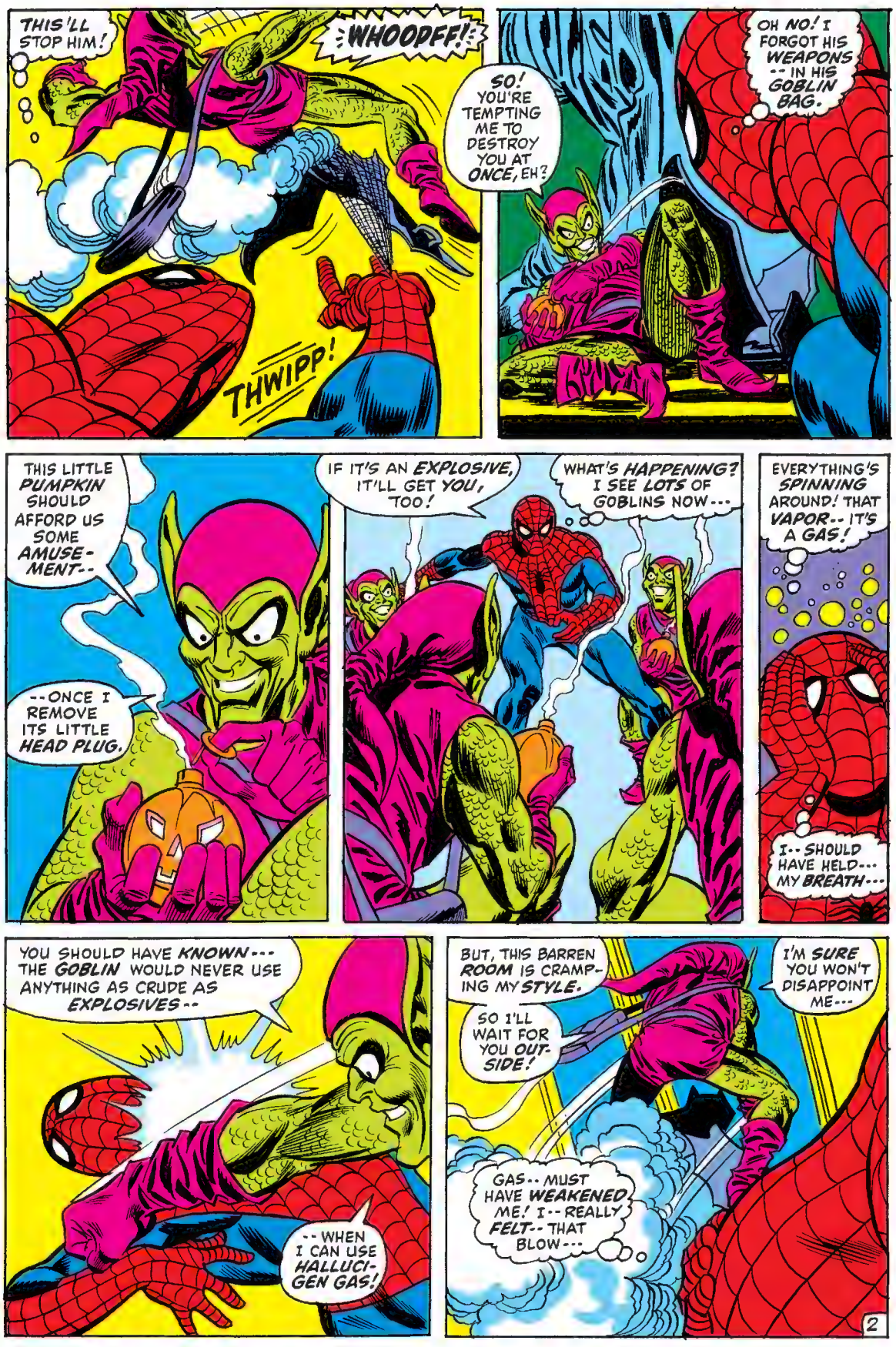
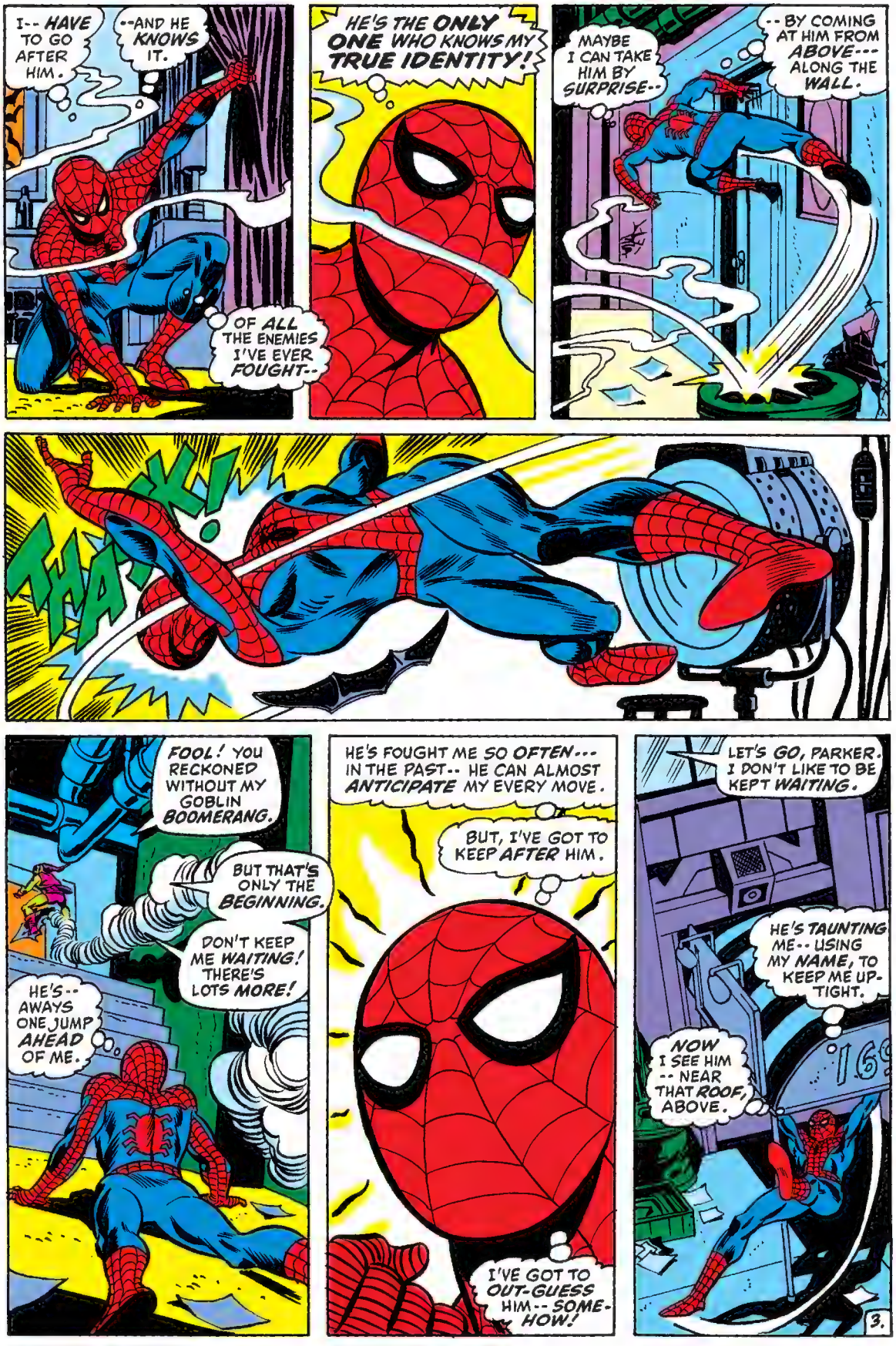
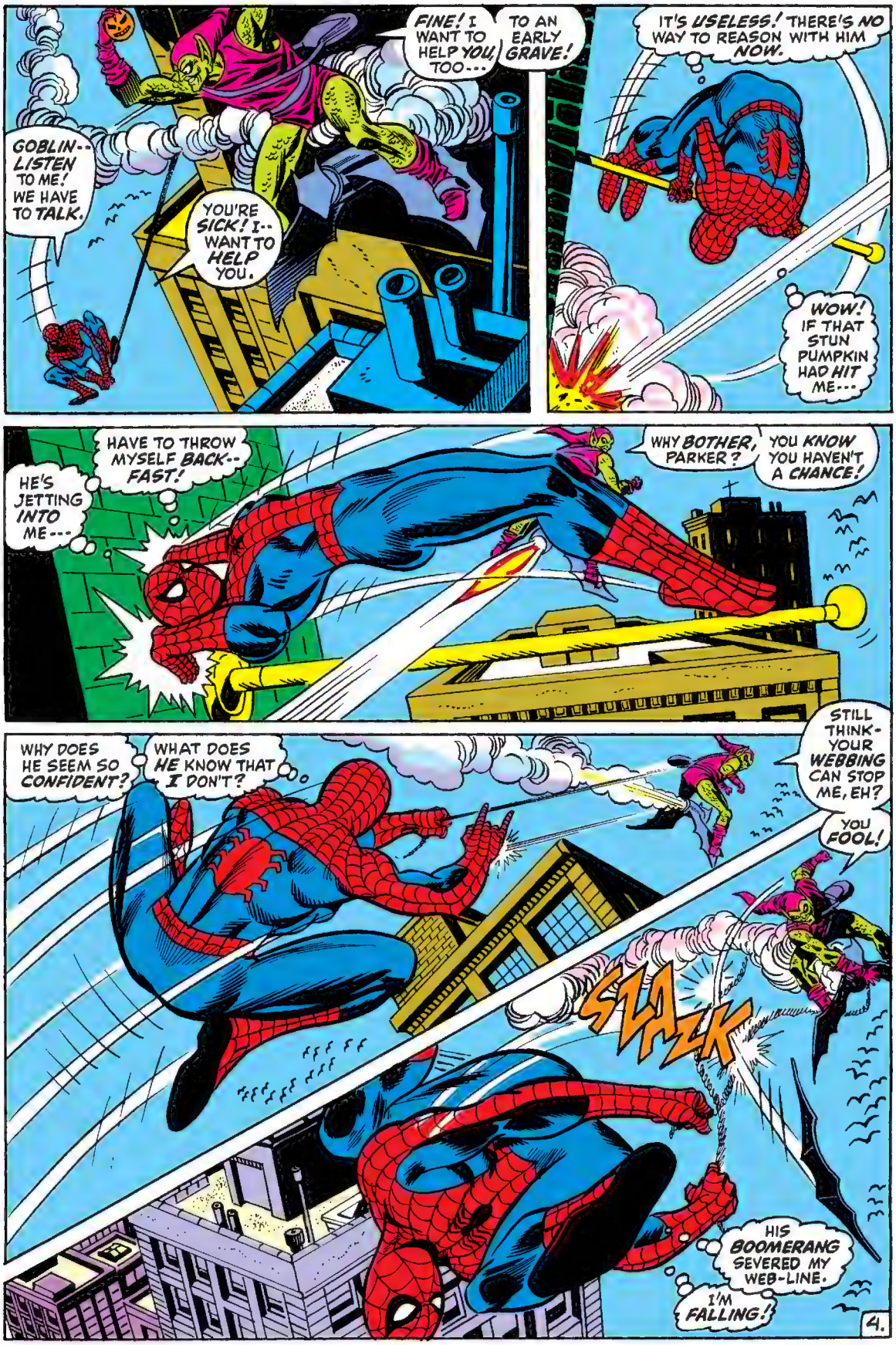
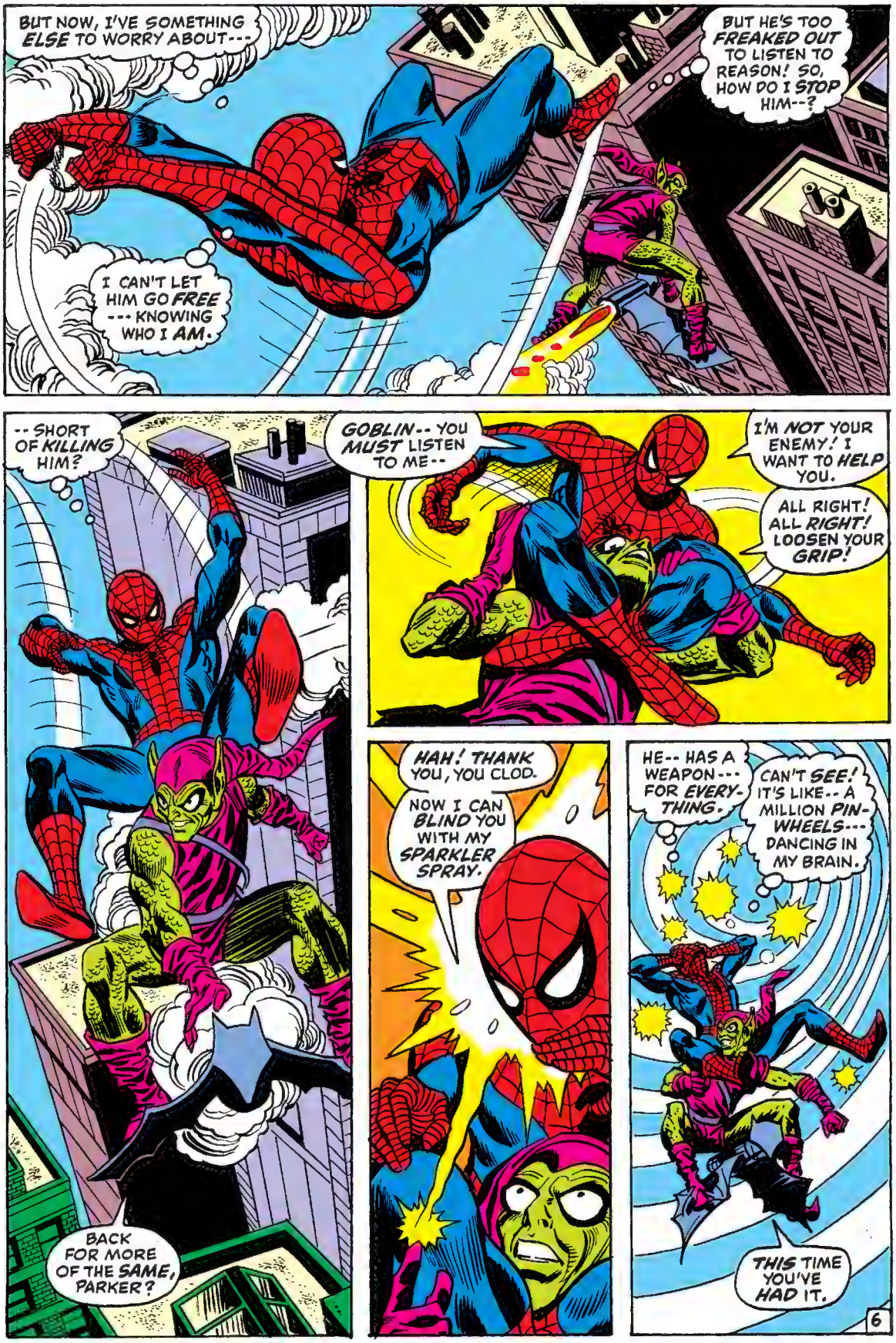
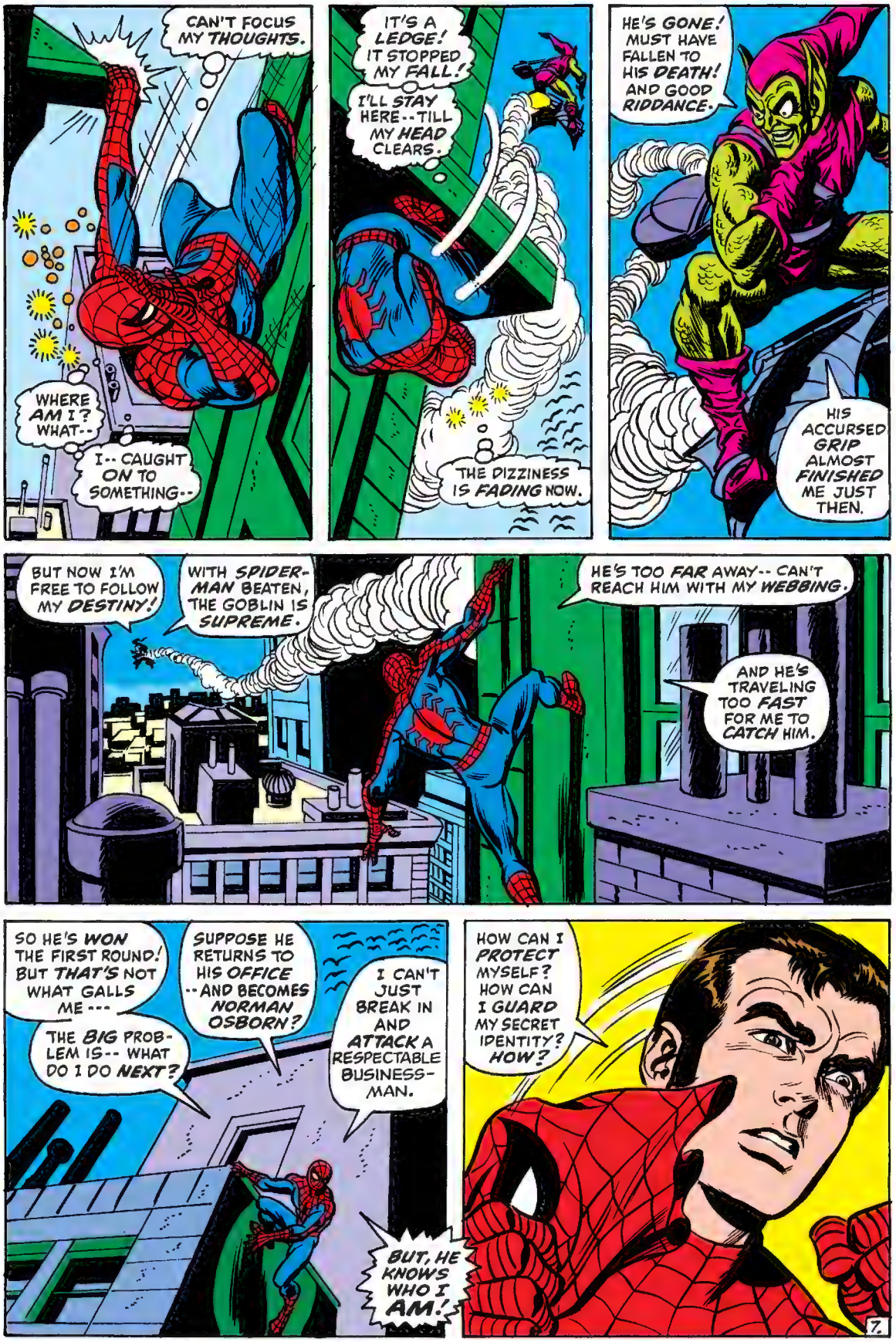

THIS'LL STOP HIM!
WHOOOFF!
THWIPP!
SO! YOU'RE TEMPTING ME TO DESTROY YOU AT ONCE, EH?
OH NO! I FORGOT HIS WEAPONS -- IN HIS GOBLIN BAG.
THIS LITTLE PUMPKIN SHOULD AFFORD US SOME AMUSE-MENT--
--ONCE I REMOVE ITS LITTLE HEAD PLUG.
IF IT'S AN EXPLOSIVE, IT'LL GET YOU, TOO!
WHAT'S HAPPENING? I SEE LOTS OF GOBLINS NOW---
EVERYTHING'S SPINNING AROUND! THAT VAPOR-- IT'S A GAS!
I-- SHOULD HAVE HELD--- MY BREATH---
YOU SHOULD HAVE KNOWN--- THE GOBLIN WOULD NEVER USE ANYTHING AS CRUDE AS EXPLOSIVES--
-- WHEN I CAN USE HALLUCI-GEN GAS!
BUT, THIS BARREN ROOM IS CRAMP-ING MY STYLE.
SO I'LL WAIT FOR YOU OUT-SIDE!
I'M SURE YOU WON'T DISAPPOINT ME---
GAS-- MUST HAVE WEAKENED ME! I-- REALLY FELT-- THAT BLOW---
2


I-- HAVE TO GO AFTER HIM.
--AND HE KNOWS IT.
OF ALL THE ENEMIES I'VE EVER FOUGHT--
HE'S THE ONLY ONE WHO KNOWS MY TRUE IDENTITY!
MAYBE I CAN TAKE HIM BY SURPRISE--
-- BY COMING AT HIM FROM ABOVE--- ALONG THE WALL.
THA-K!
FOOL! YOU RECKONED WITHOUT MY GOBLIN BOOMERANG.
BUT THAT'S ONLY THE BEGINNING.
DON'T KEEP ME WAITING! THERE'S LOTS MORE!
HE'S-- AWAYS ONE JUMP AHEAD OF ME.
HE'S FOUGHT ME SO OFTEN... IN THE PAST-- HE CAN ALMOST ANTICIPATE MY EVERY MOVE.
BUT, I'VE GOT TO KEEP AFTER HIM.
I'VE GOT TO OUT-GUESS HIM-- SOME-HOW!
LET'S GO, PARKER. I DON'T LIKE TO BE KEPT WAITING.
HE'S TAUNTING ME-- USING MY NAME, TO KEEP ME UP-TIGHT.
NOW I SEE HIM -- NEAR THAT ROOF, ABOVE.
3.

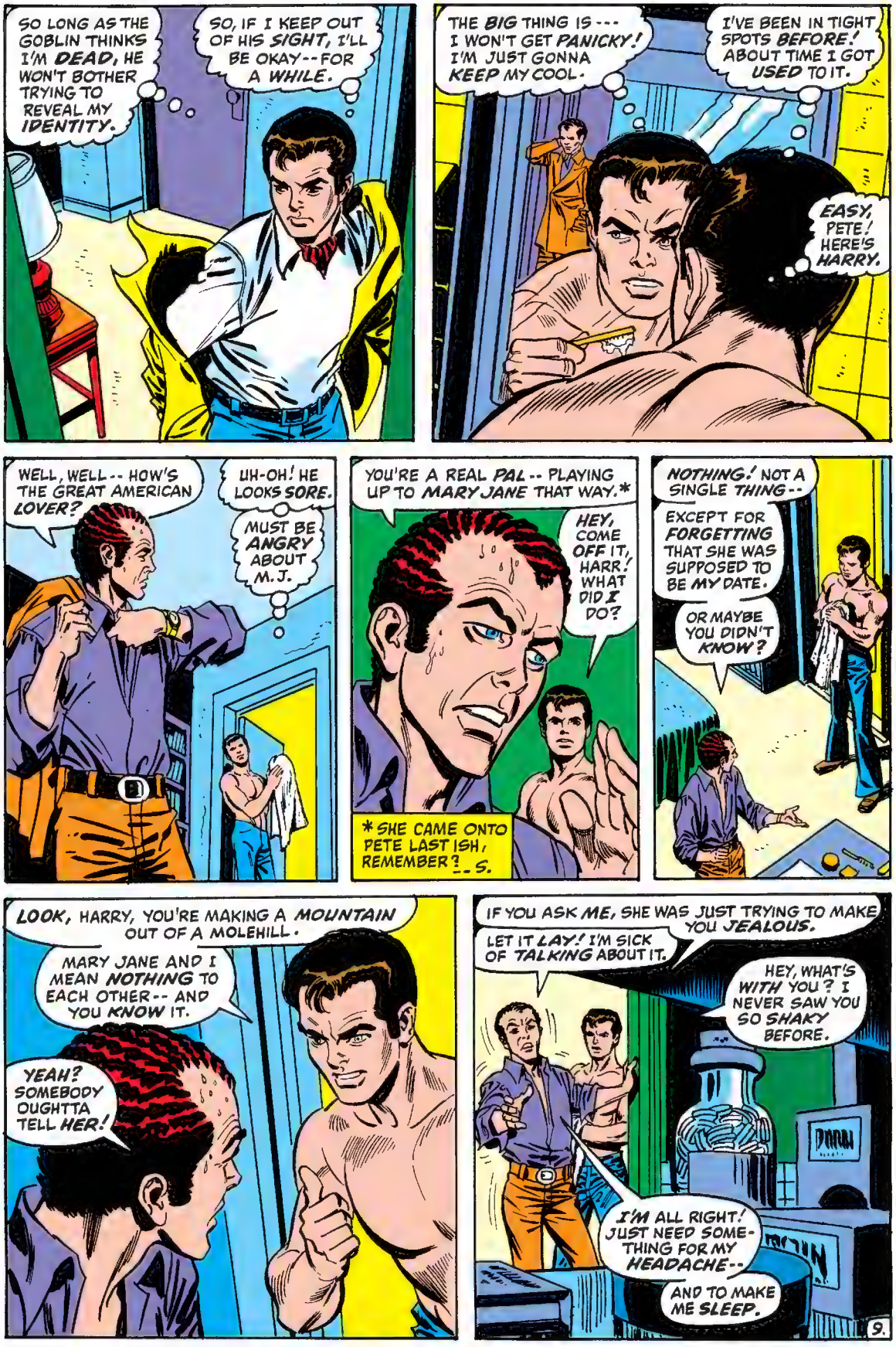

GOBLIN--LISTEN TO ME! WE HAVE TO TALK.
YOU'RE SICK! I--WANT TO HELP YOU.
FINE! I WANT TO HELP YOU, TOO---
TO AN EARLY GRAVE!
IT'S USELESS! THERE'S NO WAY TO REASON WITH HIM NOW.
WOW! IF THAT STUN PUMPKIN HAD HIT ME---
HE'S JETTING INTO ME---
HAVE TO THROW MYSELF BACK--FAST!
WHY BOTHER, PARKER?
YOU KNOW YOU HAVEN'T A CHANCE!
WHY DOES HE SEEM SO CONFIDENT?
WHAT DOES HE KNOW THAT I DON'T?
STILL THINK-YOUR WEBBING CAN STOP ME, EH?
YOU FOOL!
SLAZLK
HIS BOOMERANG SEVERED MY WEB-LINE.
I'M FALLING!
4.

HE'S TOSSING STUN PUMP-KINS!
HAPPY LANDINGS, WALL-CRAWLER.
TRYING TO KEEP ME OFF-BALANCE--
SO I CAN'T WEB MYSELF TO SAFETY.
I KNEW I COULDN'T LOSE!
YOU WERE ALWAYS AFRAID OF ME-
YOU ALWAYS BACKED DOWN AT THE CRUCIAL MOMENT.
SO THAT'S WHY HE WAS SO CONFIDENT.
'CAUSE I TRIED NOT TO HARM HIM---HE THOUGHT I WAS SCARED.
THWIPP!
HE DIDN'T KNOW THE REAL REASON--
I KNEW HE COULDN'T HELP HIMSELF! HE'S HAD BRAIN DAMAGE! HE'S SICK.
AND BESIDES, HE'S MY BEST FRIEND'S DAD.
THWAP!
HARRY'S FATHER NEVER WANTED TO BE THE GREEN GOBLIN.
IN FACT, WHEN HE'S RATIONAL, OSBORN DOESN'T EVEN KNEW HE'S THE GOBLIN.

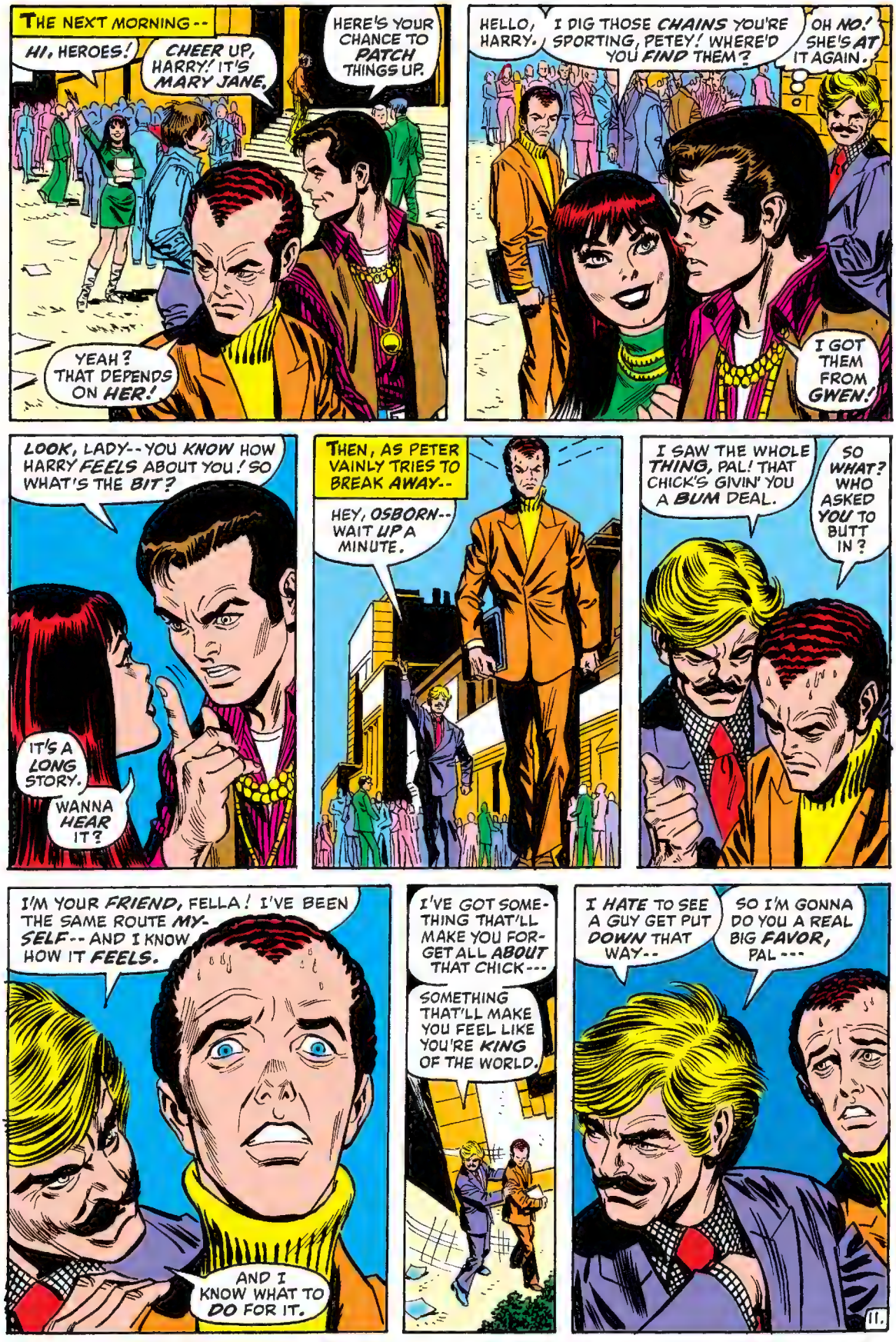

BUT NOW, I'VE SOMETHING ELSE TO WORRY ABOUT---
BUT HE'S TOO FREAKED OUT TO LISTEN TO REASON! SO, HOW DO I STOP HIM--?
I CAN'T LET HIM GO FREE --- KNOWING WHO I AM.
-- SHORT OF KILLING HIM?
BACK FOR MORE OF THE SAME, PARKER?
GOBLIN-- YOU MUST LISTEN TO ME--
I'M NOT YOUR ENEMY! I WANT TO HELP YOU.
ALL RIGHT! ALL RIGHT! LOOSEN YOUR GRIP!
HAH! THANK YOU, YOU CLOD.
NOW I CAN BLIND YOU WITH MY SPARKLER SPRAY.
HE-- HAS A WEAPON--- FOR EVERY-THING.
CAN'T SEE! IT'S LIKE-- A MILLION PIN-WHEELS--- DANCING IN MY BRAIN.
THIS TIME YOU'VE HAD IT.
6


CAN'T FOCUS MY THOUGHTS.
WHERE AM I? WHAT--
I-- CAUGHT ON TO SOMETHING--
IT'S A LEDGE! IT STOPPED MY FALL!
I'LL STAY HERE--TILL MY HEAD CLEARS.
THE DIZZINESS IS FADING NOW.
HE'S GONE! MUST HAVE FALLEN TO HIS DEATH! AND GOOD RIDDANCE.
HIS ACCURSED GRIP ALMOST FINISHED ME JUST THEN.
BUT NOW I'M FREE TO FOLLOW MY DESTINY!
WITH SPIDER-MAN BEATEN, THE GOBLIN IS SUPREME.
HE'S TOO FAR AWAY-- CAN'T REACH HIM WITH MY WEBBING.
AND HE'S TRAVELING TOO FAST FOR ME TO CATCH HIM.
SO HE'S WON THE FIRST ROUND! BUT THAT'S NOT WHAT GALLS ME---
THE BIG PROBLEM IS-- WHAT DO I DO NEXT?
SUPPOSE HE RETURNS TO HIS OFFICE --AND BECOMES NORMAN OSBORN?
I CAN'T JUST BREAK IN AND ATTACK A RESPECTABLE BUSINESSMAN.
BUT, HE KNOWS WHO I AM!
HOW CAN I PROTECT MYSELF? HOW CAN I GUARD MY SECRET IDENTITY? HOW?

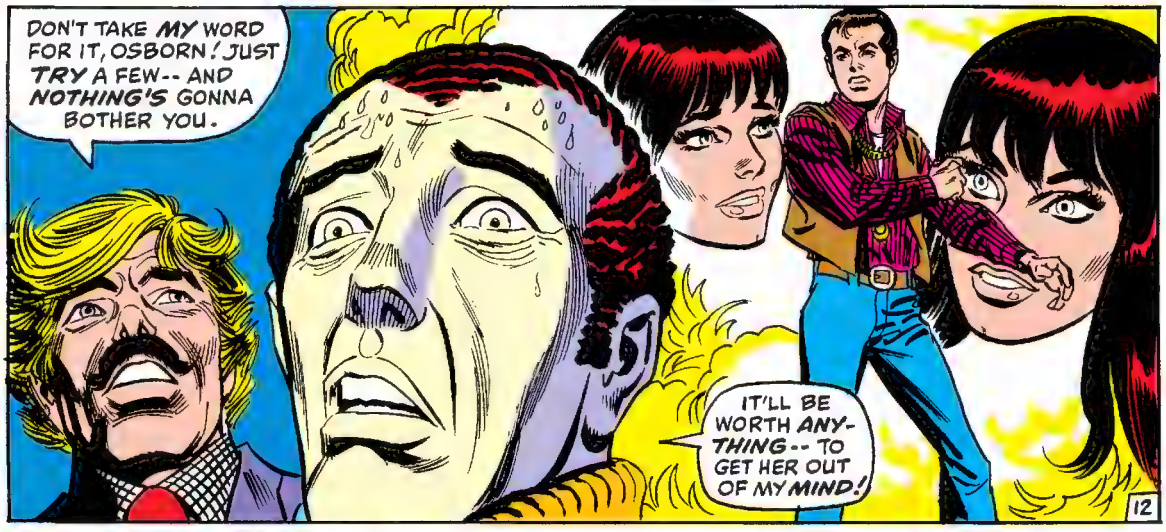
WHEN GWEN LOST HER FATHER -- SHE BLAMED SPIDER-MAN FOR HIS DEATH.
GWEN --- WHO MEANS THE WORLD TO ME!
AND NOW -- I HAVE TO SILENCE THE FATHER OF MY BEST AND CLOSEST FRIEND.
BUT, WHAT IF SOMETHING HAPPENS TO HIM? SOMETHING FATAL.
MUST I ALWAYS BRING TRAGEDY -- TO THOSE I LOVE THE MOST?
NO PARKING ANYTIME
NO PARKING
EVER SINCE I GOT MY SPIDER POWER, I'VE WANTED TO USE IT FOR GOOD --- I'VE TRIED TO USE IT FOR GOOD! BUT SOMETHING ALWAYS GOES WRONG.
OR, MAYBE I'M JUST KIDDING MYSELF! MAYBE I'VE ALWAYS BEEN TOO SELFISH -- TOO WRAPPED UP IN MY OWN PROBLEMS, MY OWN HANG-UPS.
NO PARKING AT ANY TIME POLICE DEPT.
MAYBE --- THAT'S WHY I LOST GWENDY!
NUTS! I'VE GOT TO STOP THINKING LIKE A LOSER --- ALWAYS FEELING SORRY FOR MYSELF!
I'VE HAD BATTLES ALL MY LIFE -- AND WON THEM ALL!
SO I'M NOT QUITTING NOW!
8.

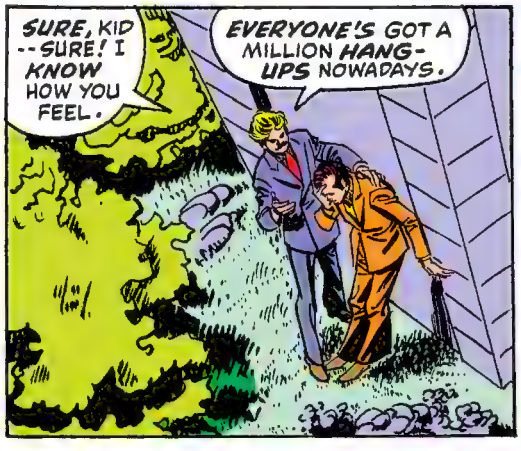

SO LONG AS THE GOBLIN THINKS I'M DEAD, HE WON'T BOTHER TRYING TO REVEAL MY IDENTITY.
SO, IF I KEEP OUT OF HIS SIGHT, I'LL BE OKAY--FOR A WHILE.
THE BIG THING IS--- I WON'T GET PANICKY! I'M JUST GONNA KEEP MY COOL.
I'VE BEEN IN TIGHT SPOTS BEFORE! ABOUT TIME I GOT USED TO IT.
EASY, PETE! HERE'S HARRY.
WELL, WELL-- HOW'S THE GREAT AMERICAN LOVER?
UH-OH! HE LOOKS SORE.
MUST BE ANGRY ABOUT M.J.
YOU'RE A REAL PAL-- PLAYING UP TO MARY JANE THAT WAY.*
HEY, COME OFF IT, HARR! WHAT DID I DO?
*SHE CAME ONTO PETE LAST ISH, REMEMBER?--S.
NOTHING! NOT A SINGLE THING--
EXCEPT FOR FORGETTING THAT SHE WAS SUPPOSED TO BE MY DATE.
OR MAYBE YOU DIDN'T KNOW?
LOOK, HARRY, YOU'RE MAKING A MOUNTAIN OUT OF A MOLEHILL.
MARY JANE AND I MEAN NOTHING TO EACH OTHER-- AND YOU KNOW IT.
YEAH? SOMEBODY OUGHTTA TELL HER!
IF YOU ASK ME, SHE WAS JUST TRYING TO MAKE YOU JEALOUS.
LET IT LAY! I'M SICK OF TALKING ABOUT IT.
HEY, WHAT'S WITH YOU? I NEVER SAW YOU SO SHAKY BEFORE.
I'M ALL RIGHT! JUST NEED SOMETHING FOR MY HEADACHE--
AND TO MAKE ME SLEEP.
9.

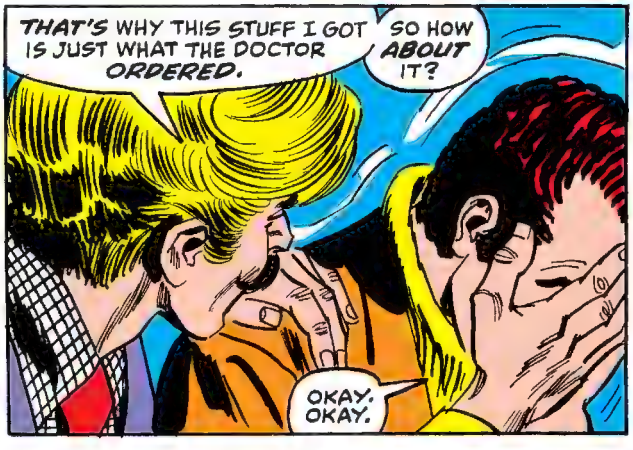
SINCE WHEN DID YOU BECOME A PILL-POPPER? I NEVER---
YOU DON'T LIKE IT? THAT'S REAL TOUGH!
LOOK, HARRY --YOU'RE ALL WORKED UP OVER NOTHING.
IF IT'S MARY JANE YOU'RE WORRIED ABOUT---
WORRIED? WHO'S WORRIED?
GET LOST, WILLYA? WHEN I NEED A CHAPLAIN, I'LL LET YOU KNOW.
HEY! HOW MANY OF THOSE PILLS DID YOU TAKE?
WHAT'S THE DIFFERENCE? WHO COUNTS?
HARRY, I---
NO USE! HE'S OUT LIKE A LIGHT!
NOW THAT I THINK OF IT, HE'S ALWAYS HAD A LOT OF BOTTLES IN HIS MEDICINE CHEST..
PILLS TO KEEP HIM UP--- TO RELAX HIM--- AND TO PUT HIM TO SLEEP.
THAT'S THE TROUBLE WITH THOSE BLASTED THINGS---
A GUY LIKE HARRY GETS TO DEPEND ON THEM.
WELL, I BETTER LET HIM SLEEP IT OFF.
WHAT MAKES HARRY SO WEAK? HE'S GOT EVERYTHING GOING FOR HIM---
HIS OWN PAD-- A CAR-- AND A FATHER WHO DENIES HIM NOTHING.
A FATHER! I ALMOST FORGOT! I'M WORRYING ABOUT HARRY WHILE THE GOBLIN IS STILL OUT THERE SOMEWHERE!
10

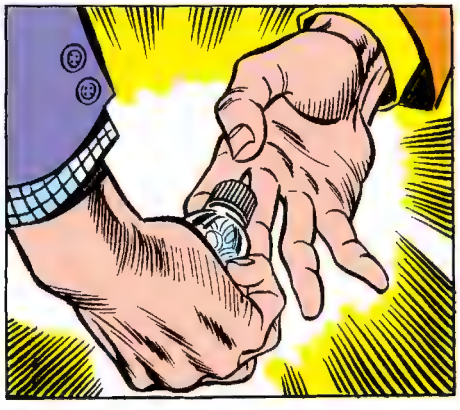

THE NEXT MORNING--
HI, HEROES!
CHEER UP, HARRY! IT'S MARY JANE.
HERE'S YOUR CHANCE TO PATCH THINGS UP.
YEAH? THAT DEPENDS ON HER!
HELLO, HARRY.
I DIG THOSE CHAINS YOU'RE SPORTING, PETEY! WHERE'D YOU FIND THEM?
OH NO! SHE'S AT IT AGAIN.
I GOT THEM FROM GWEN!
LOOK, LADY--YOU KNOW HOW HARRY FEELS ABOUT YOU! SO WHAT'S THE BIT?
IT'S A LONG STORY.
WANNA HEAR IT?
THEN, AS PETER VAINLY TRIES TO BREAK AWAY--
HEY, OSBORN--WAIT UP A MINUTE.
I SAW THE WHOLE THING, PAL! THAT CHICK'S GIVIN' YOU A BUM DEAL.
SO WHAT? WHO ASKED YOU TO BUTT IN?
I'M YOUR FRIEND, FELLA! I'VE BEEN THE SAME ROUTE MYSELF--AND I KNOW HOW IT FEELS.
AND I KNOW WHAT TO DO FOR IT.
I'VE GOT SOMETHING THAT'LL MAKE YOU FORGET ALL ABOUT THAT CHICK---
SOMETHING THAT'LL MAKE YOU FEEL LIKE YOU'RE KING OF THE WORLD.
I HATE TO SEE A GUY GET PUT DOWN THAT WAY--
SO I'M GONNA DO YOU A REAL BIG FAVOR, PAL---
11.

THIS STUFF IS REAL NEW-- AND IT AIN'T EASY TO COME BY--
BUT, FOR A GUY WHO CAN USE 'EM, LIKE YOU---
LEMME SEE! WHAT ARE THOSE THINGS?

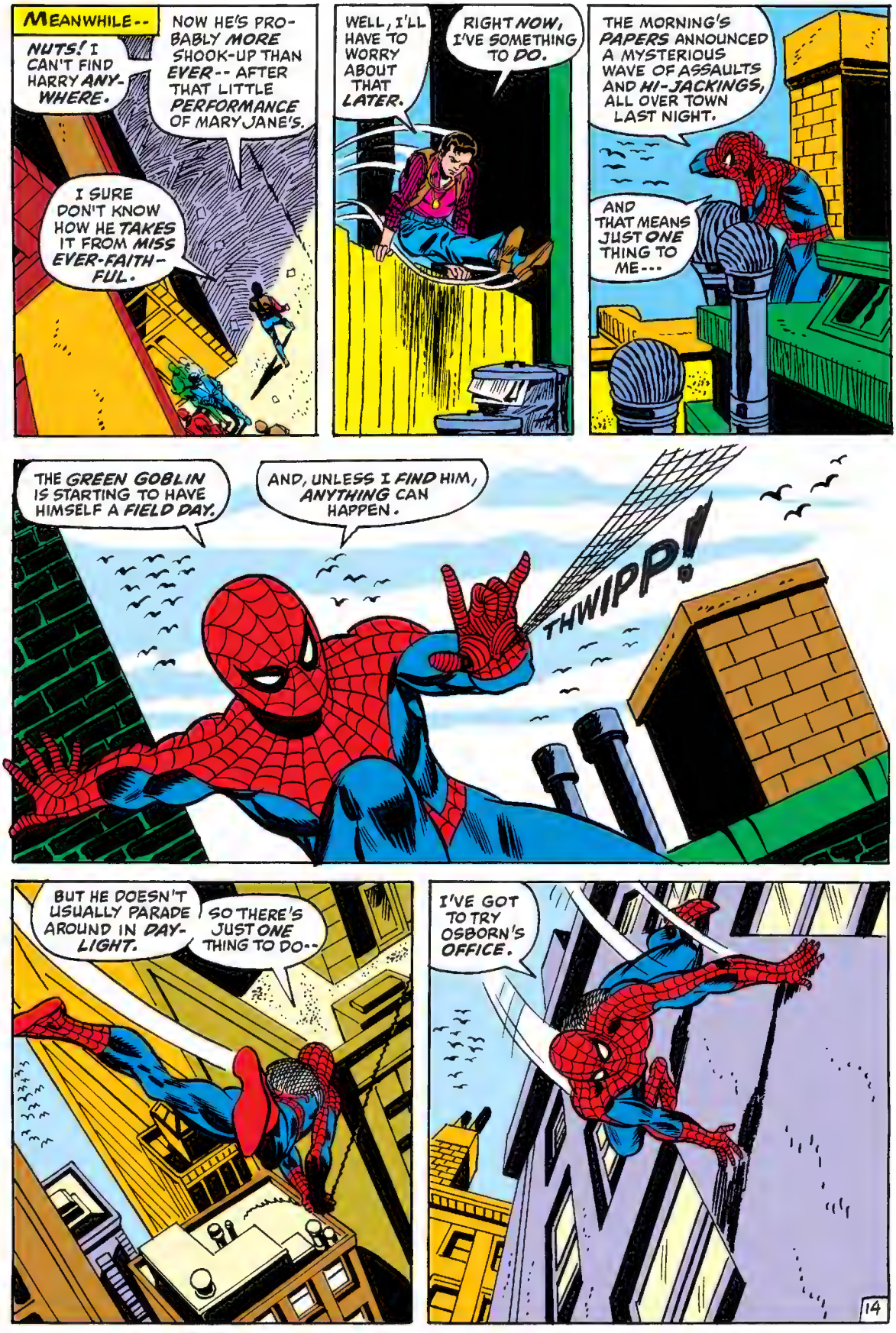

DON'T TAKE MY WORD FOR IT, OSBORN! JUST TRY A FEW-- AND NOTHING'S GONNA BOTHER YOU.
IT'LL BE WORTH ANY-THING-- TO GET HER OUT OF MY MIND!
12


SURE, KID --SURE! I KNOW HOW YOU FEEL.
EVERYONE'S GOT A MILLION HANG-UPS NOWADAYS.


THAT'S WHY THIS STUFF I GOT IS JUST WHAT THE DOCTOR ORDERED.
SO HOW ABOUT IT?
OKAY. OKAY.



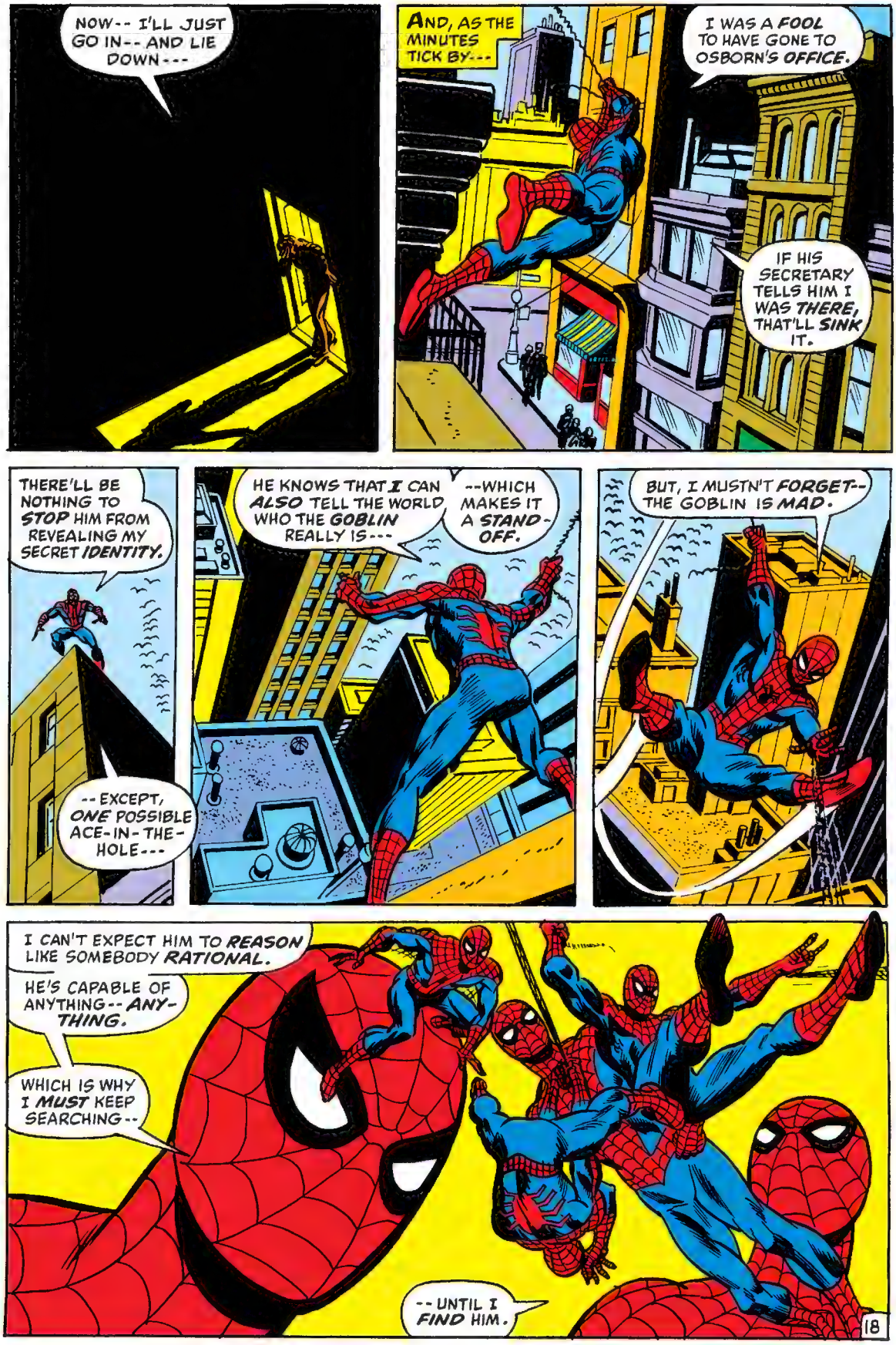
NICE DOING BUSINESS WITH YOU, OSBORN! SEE YOU AGAIN.
OH NO! THIS IS THE FIRST TIME-- AND THE LAST.
I'M NOT GETTING HOOKED.
YEAH-- THAT'S WHAT THEY SAY.
13

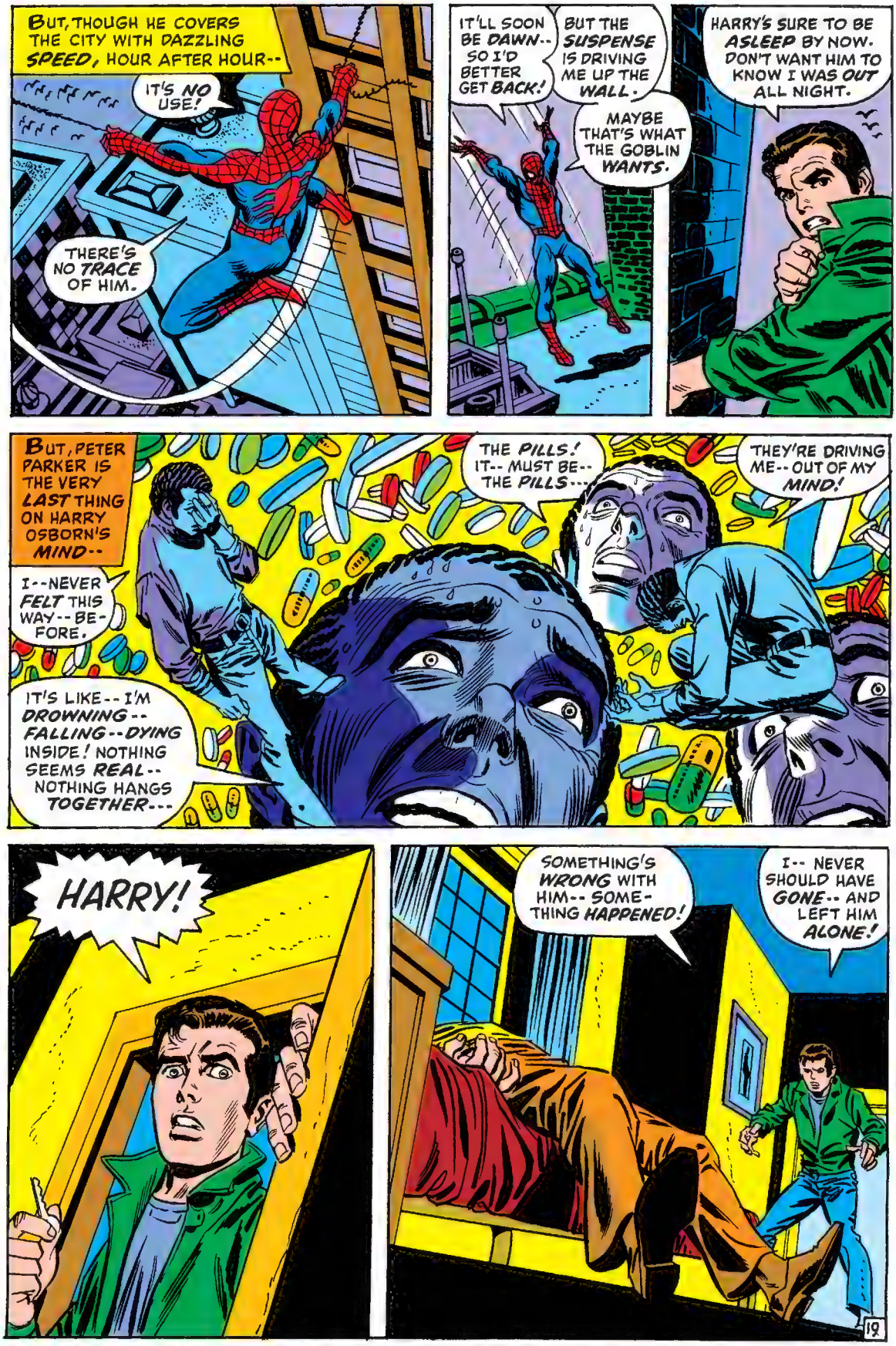

MEANWHILE--
NUTS! I CAN'T FIND HARRY ANYWHERE.
NOW HE'S PROBABLY MORE SHOOK-UP THAN EVER-- AFTER THAT LITTLE PERFORMANCE OF MARY JANE'S.
I SURE DON'T KNOW HOW HE TAKES IT FROM MISS EVER-FAITHFUL.
WELL, I'LL HAVE TO WORRY ABOUT THAT LATER.
RIGHT NOW, I'VE SOMETHING TO DO.
THE MORNING'S PAPERS ANNOUNCED A MYSTERIOUS WAVE OF ASSAULTS AND HI-JACKINGS, ALL OVER TOWN LAST NIGHT.
AND THAT MEANS JUST ONE THING TO ME---
THE GREEN GOBLIN IS STARTING TO HAVE HIMSELF A FIELD DAY.
AND, UNLESS I FIND HIM, ANYTHING CAN HAPPEN.
THWIPP!
BUT HE DOESN'T USUALLY PARADE AROUND IN DAYLIGHT.
SO THERE'S JUST ONE THING TO DO--
I'VE GOT TO TRY OSBORN'S OFFICE.
14

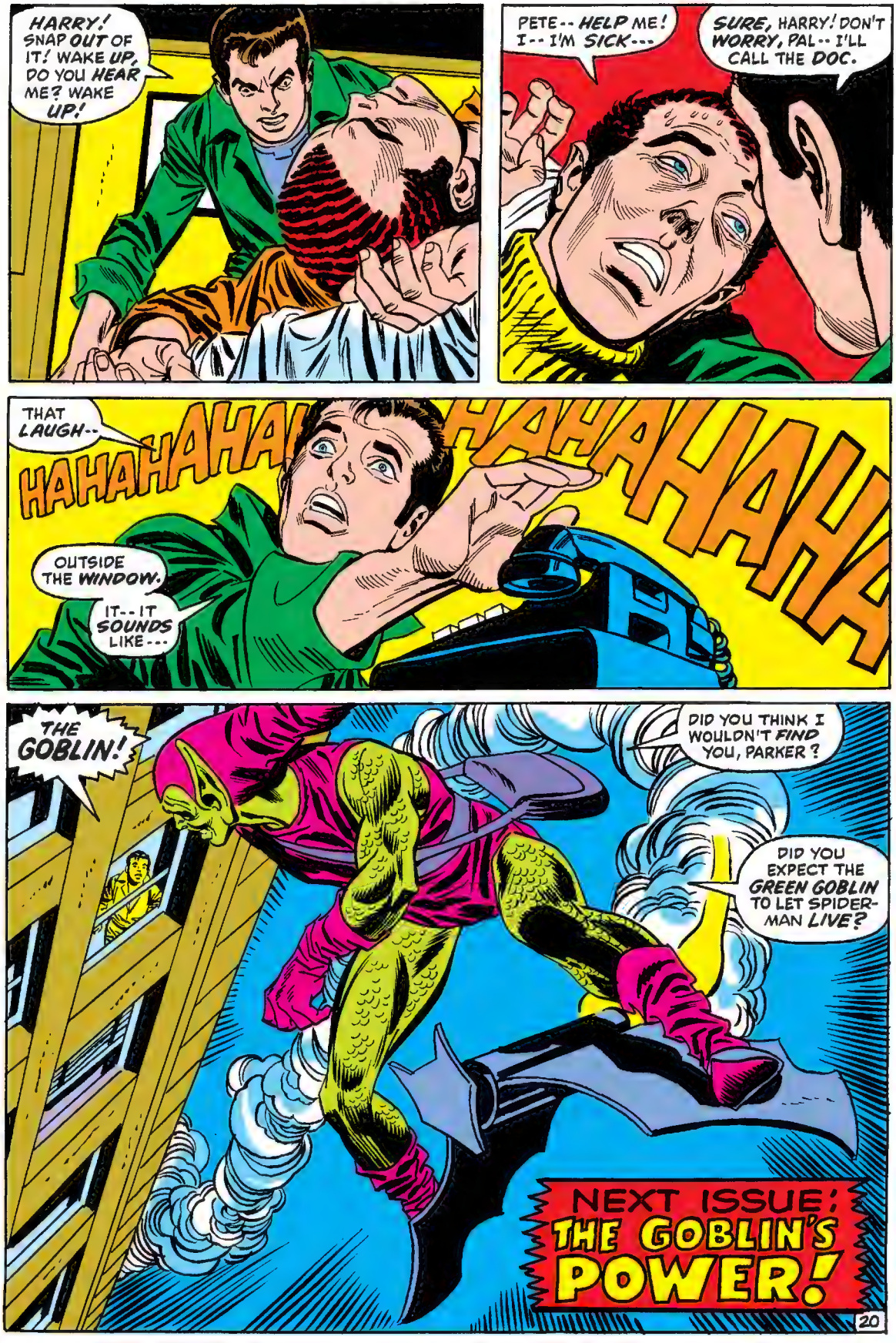
IT GIVES HIM THE PERFECT HIDEOUT WHILE HE WAITS FOR NIGHTFALL.
BUT IT DOESN'T LOOK AS THOUGH HE'S BEEN HERE YET TODAY.
MAYBE HIS SECRETARY KNOWS WHERE HE IS.
NOW THAT I'M HERE, IT'S WORTH FINDING OUT.
SHE KNOWS I'M SUPPOSED TO WORK FOR HIM PART-TIME---
SO IT'LL BE EASY FOR ME TO ASK.
'MORNING! I'D LIKE TO REPORT TO MR. OSBORN.
I'M SORRY, PARKER -- HE ISN'T IN.
NOBODY HAS HEARD FROM HIM SINCE SUNDAY.
WAIT! IS THERE ANY MESSAGE?
NO-- DON'T BOTHER TELLING HIM I WAS HERE!
I'LL BE SAFER IF HE STILL THINKS I'M DEAD.
LATER, TOWARDS THE END OF DAY--
MARY JANE! HOLD IT.
WELL, WELL-- HOW CHIPPER WE SUDDENLY SOUND.
SURE, HONEY! I DECIDED TO FORGIVE AND FORGET.
YOU-- DECIDED TO FORGIVE ME?!!
15

THAT'S RIGHT! IT'S A GREAT DAY-- AND I FEEL ZINGY--
AND YOU'RE STILL MY GIRL! RIGHT?
WRONG, MAN.
YOU'VE ALWAYS BEEN GOOD FOR A FEW LAUGHS, HARRY-- BUT DON'T LET IT GO TO YOUR HEAD.
I'M NOBODY'S GIRL BUT MY OWN-- AND THAT'S THE WAY I LIKE IT.
SEE YA AROUND, CURLY.
SHE GAVE IT TO ME STRAIGHT! I DON'T MEAN A THING TO HER.
BUT, IT WAS DIFFERENT-- BEFORE PARKER BROKE UP WITH GWEN.
IF NOT FOR HIM--
MINUTES LATER---
WHEW! WHEW I HEARD THE DOOR SLAM OPEN-- I THOUGHT IT MIGHT BE--THE GOBLIN.
I'VE NEVER FELT SO JITTERY.
I GUESS YOU'RE SATISFIED NOW!
HUH? WHAT DO YOU MEAN, HARRY?
YOU KNOW WHAT I MEAN! MARY JANE GAVE ME THE GATE-- ON ACCOUNT OF YOU.
YOU'RE WAY OFF BASE, MISTER-- AND I'M GETTING TIRED OF BEING YOUR WHIPPING BOY!
I'VE GOT MY OWN TROUBLES.
IF YOU CAN'T HOLD ON TO A GIRL -- DON'T BLAME ME.
AW, HARRY-- --I-- I DIDN'T MEAN THAT.
WHO CARES WHAT YOU MEAN? I'VE HAD IT WITH YOU! SO HIT THE ROAD, SMART GUY-- -- YOU'RE MOVIN' OUT.

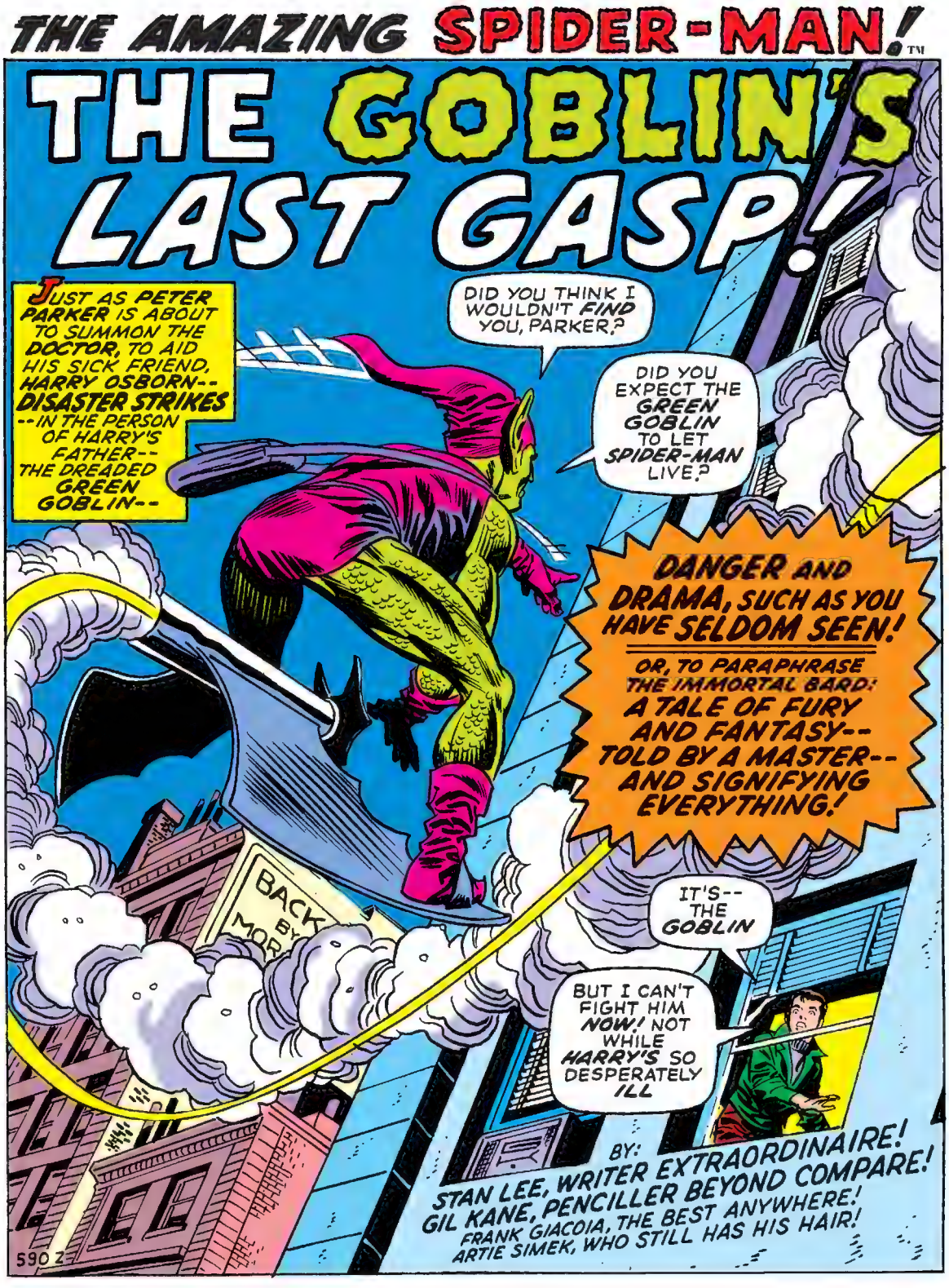
HE'S NOT HIMSELF! I'VE NEVER SEEN HIM THIS WAY BEFORE! THOSE SUDDEN HIGHS AND LOWS OF HIS---
HE'S BECOMING IRRATIONAL--- BUT HE ISN'T AWARE OF IT.
OKAY, HARRY-- IF THAT'S HOW YOU WANT IT.
NO! IT'S NOT HOW I WANT IT! IT WON'T HELP IF YOU MOVE OUT.
THAT WON'T GET HER BACK!
I DON'T KNOW WHAT I WANT, PETE.
I NEVER -- FELT THIS WAY.
LOOK, HARR-- WHY NOT FORGET M.J. FOR A WHILE-- AND THINK OF YOURSELF?
LET ME CALL DR. BROMWELL FOR YOU.
NO! NO DOCTOR! I DON'T WANT A DOCTOR.
BUT YOU LOOK SICK TO ME.
I'LL BE OKAY! I'M JUST TIRED-- BEEN STUDYING TOO HARD-- THAT'S ALL.
THEN I'LL TAKE OFF FOR A WHILE. TRY'N GET SOME REST.
HE'S LEAVING-- AT LAST.
NOW, AS SOON AS I HEAR THE DOOR CLOSE--
PTHOCK
THAT'S IT! HE'S GONE.
NOW, WHERE DID I PUT THAT BOTTLE?
HERE IT IS.
THIS IS ALL I'LL NEED TO MAKE ME FEEL ON TOP OF THE WORLD AGAIN.
17


NOW-- I'LL JUST GO IN-- AND LIE DOWN---
AND, AS THE MINUTES TICK BY---
I WAS A FOOL TO HAVE GONE TO OSBORN'S OFFICE.
IF HIS SECRETARY TELLS HIM I WAS THERE, THAT'LL SINK IT.
THERE'LL BE NOTHING TO STOP HIM FROM REVEALING MY SECRET IDENTITY.
--EXCEPT, ONE POSSIBLE ACE-IN-THE-HOLE---
HE KNOWS THAT I CAN ALSO TELL THE WORLD WHO THE GOBLIN REALLY IS---
--WHICH MAKES IT A STAND-OFF.
BUT, I MUSTN'T FORGET-- THE GOBLIN IS MAD.
I CAN'T EXPECT HIM TO REASON LIKE SOMEBODY RATIONAL.
HE'S CAPABLE OF ANYTHING-- ANYTHING.
WHICH IS WHY I MUST KEEP SEARCHING--
--UNTIL I FIND HIM.


BUT, THOUGH HE COVERS THE CITY WITH DAZZLING SPEED, HOUR AFTER HOUR--
IT'S NO USE!
THERE'S NO TRACE OF HIM.
IT'LL SOON BE DAWN-- SO I'D BETTER GET BACK!
BUT THE SUSPENSE IS DRIVING ME UP THE WALL.
MAYBE THAT'S WHAT THE GOBLIN WANTS.
HARRY'S SURE TO BE ASLEEP BY NOW. DON'T WANT HIM TO KNOW I WAS OUT ALL NIGHT.
BUT, PETER PARKER IS THE VERY LAST THING ON HARRY OSBORN'S MIND--
I--NEVER FELT THIS WAY--BEFORE.
IT'S LIKE--I'M DROWNING--FALLING--DYING INSIDE! NOTHING SEEMS REAL--NOTHING HANGS TOGETHER---
THE PILLS! IT--MUST BE--THE PILLS---
THEY'RE DRIVING ME--OUT OF MY MIND!
HARRY!
SOMETHING'S WRONG WITH HIM--SOMETHING HAPPENED!
I--NEVER SHOULD HAVE GONE--AND LEFT HIM ALONE!
19


HARRY! SNAP OUT OF IT! WAKE UP, DO YOU HEAR ME? WAKE UP!
PETE -- HELP ME! I -- I'M SICK---
SURE, HARRY! DON'T WORRY, PAL -- I'LL CALL THE DOC.
THAT LAUGH--
HAHAHAHA
HAHAHAHA
OUTSIDE THE WINDOW.
IT -- IT SOUNDS LIKE---
THE GOBLIN!
DID YOU THINK I WOULDN'T FIND YOU, PARKER?
DID YOU EXPECT THE GREEN GOBLIN TO LET SPIDER-MAN LIVE?
NEXT ISSUE: THE GOBLIN'S POWER!
20

SPIDER-MAN
15¢
98
JULY
02457
the AMAZING SPIDER-MAN
THE GOBLIN'S POWER!
LOSING YOUR GRIP, SPIDER-MAN?
IT HAD TO HAPPEN-- I PLANNED IT THIS WAY!


THE AMAZING SPIDER-MAN!
THE GOBLIN'S LAST GASP!
JUST AS PETER PARKER IS ABOUT TO SUMMON THE DOCTOR, TO AID HIS SICK FRIEND, HARRY OSBORN-- DISASTER STRIKES --IN THE PERSON OF HARRY'S FATHER-- THE DREADED GREEN GOBLIN--
DID YOU THINK I WOULDN'T FIND YOU, PARKER?
DID YOU EXPECT THE GREEN GOBLIN TO LET SPIDER-MAN LIVE?
DANGER AND DRAMA, SUCH AS YOU HAVE SELDOM SEEN!
OR, TO PARAPHRASE THE IMMORTAL BARD: A TALE OF FURY AND FANTASY-- TOLD BY A MASTER-- AND SIGNIFYING EVERYTHING!
IT'S-- THE GOBLIN
BUT I CAN'T FIGHT HIM NOW! NOT WHILE HARRY'S SO DESPERATELY ILL
BY:
STAN LEE, WRITER EXTRAORDINAIRE!
GIL KANE, PENCILLER BEYOND COMPARE!
FRANK GIACOIA, THE BEST ANYWHERE!
ARTIE SIMEK, WHO STILL HAS HIS HAIR!
590 2

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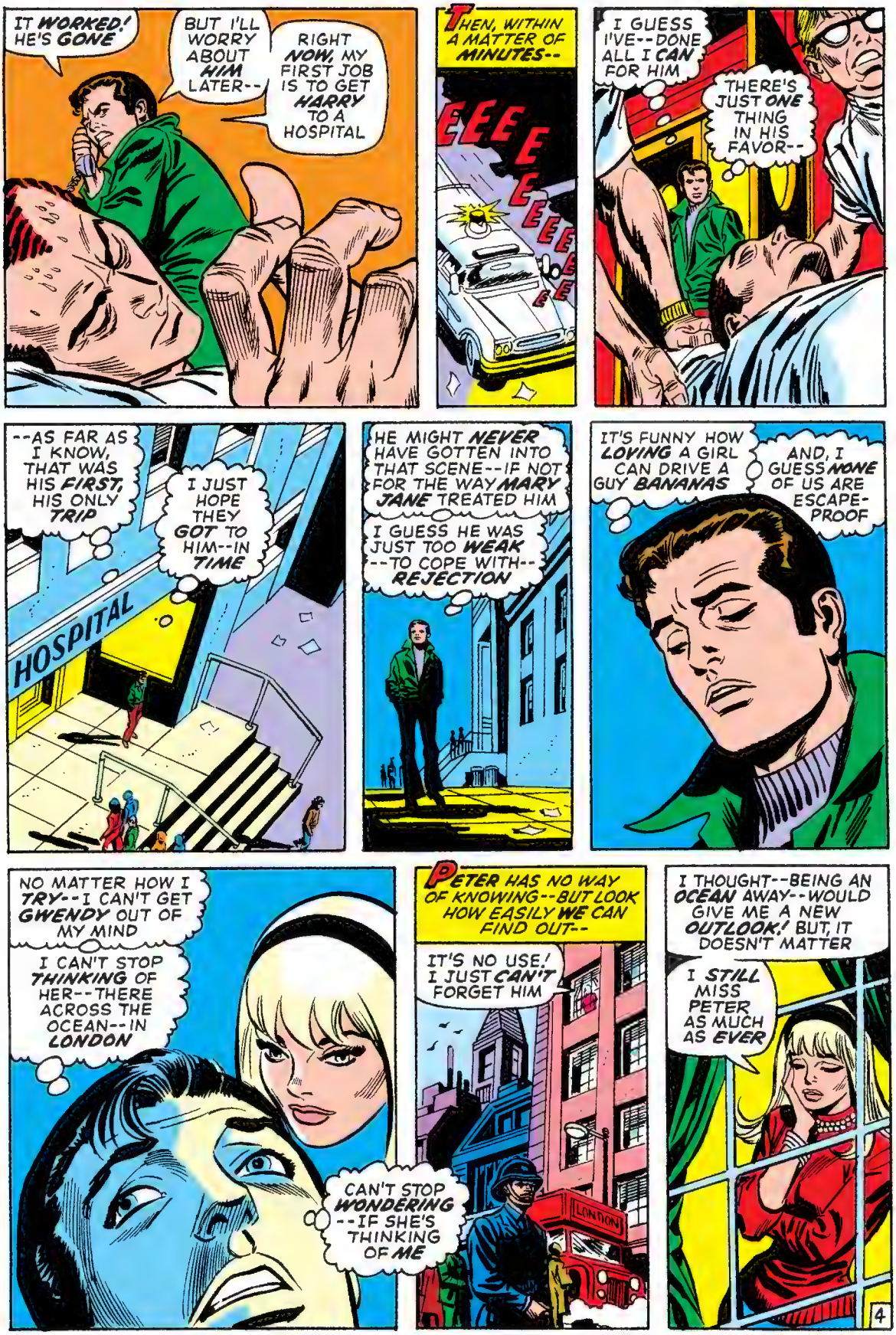
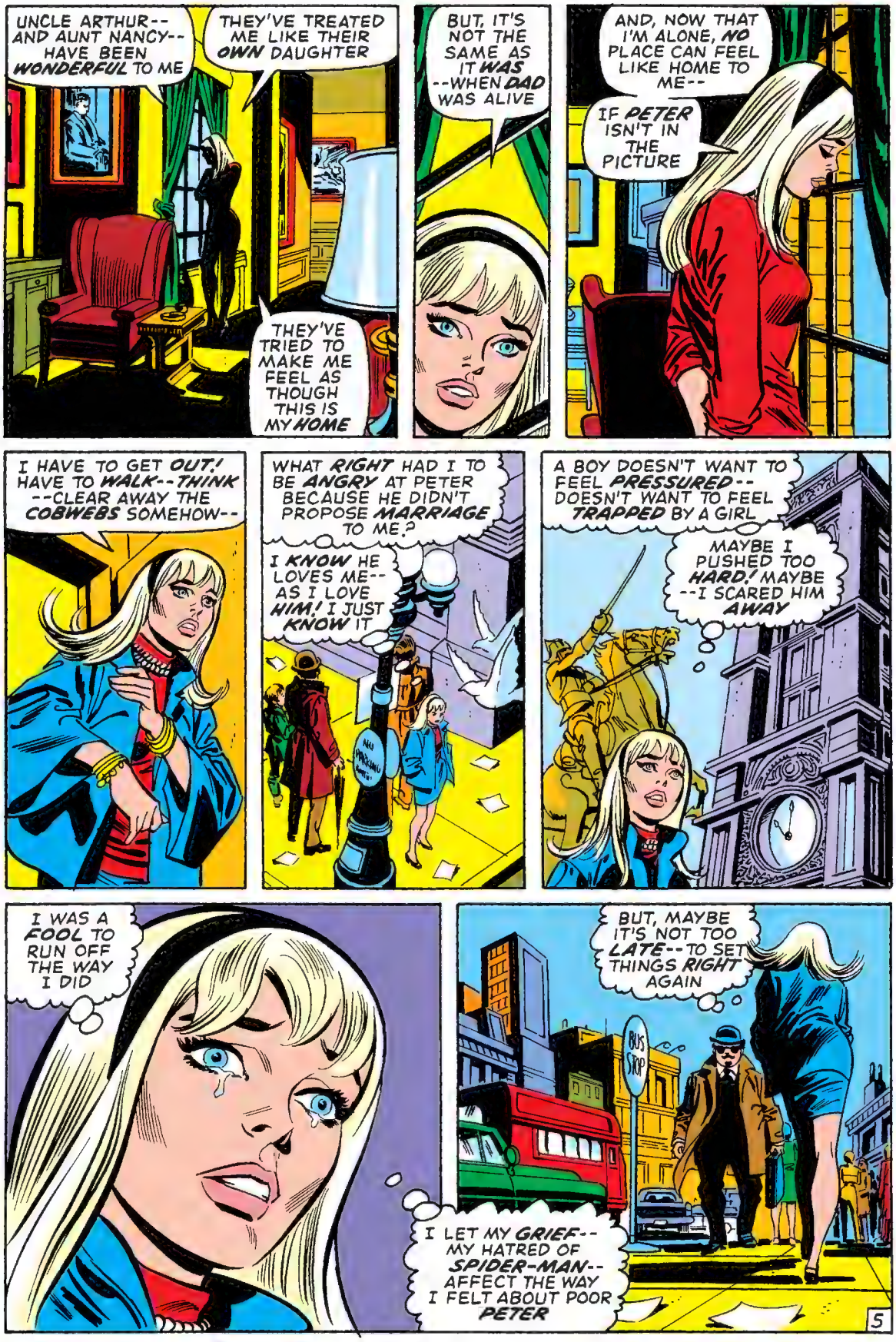
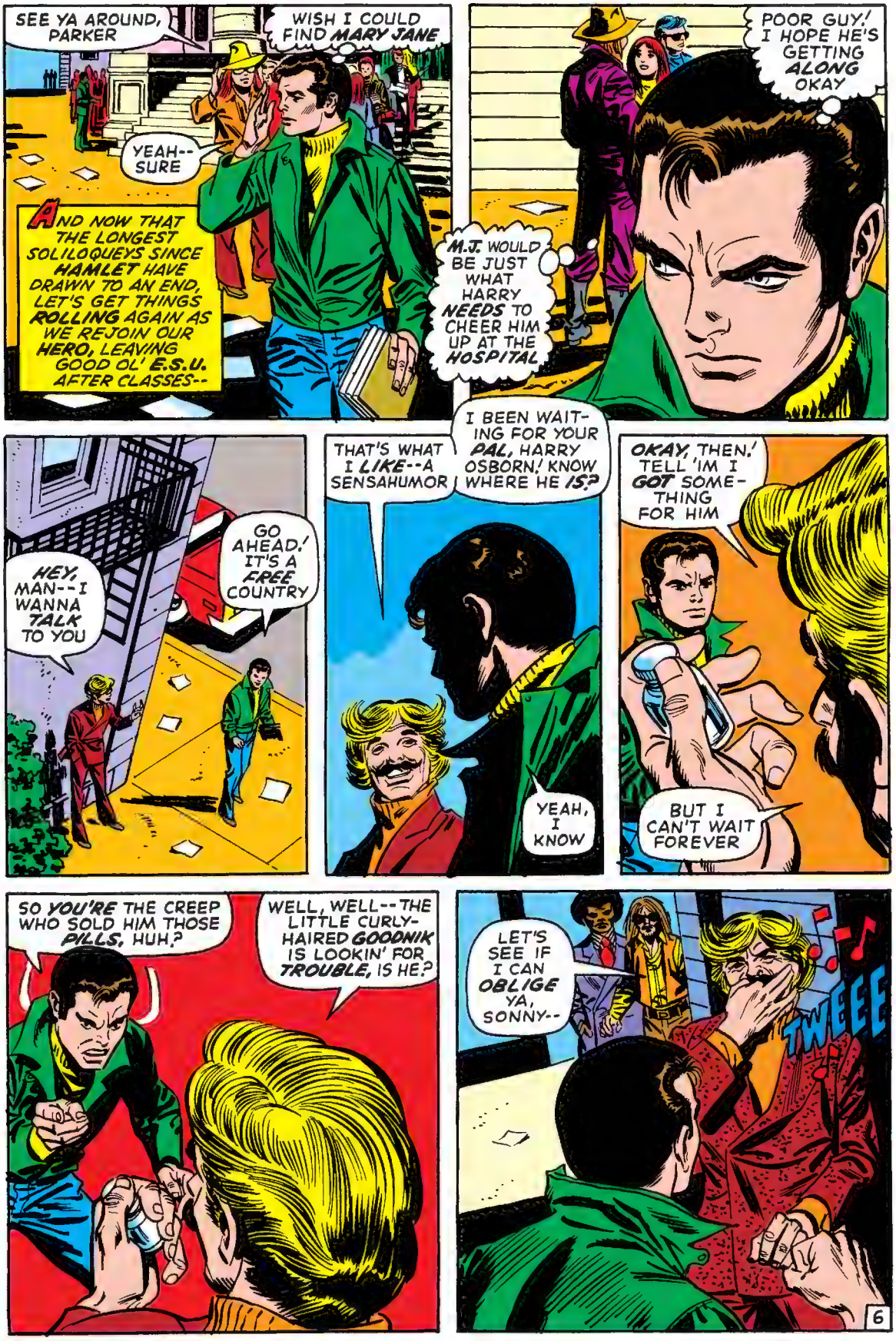
YOU LOOK SCARED, PARKER
I ALWAYS KNEW YOU WERE A COWARD
I'M SCARED, ALL RIGHT...
SCARED OF WHAT'LL HAPPEN TO HARRY-- IF HE DOESN'T GET HELP
CAN IT BE YOU'RE AFRAID I'LL REVEAL YOUR SECRET IDENTITY?
I--I'D ALMOST FORGOTTEN ABOUT THAT
WELL, HERE'S WHERE I END THE SUSPENSE
THE TIME HAS COME FOR US TO SETTLE THINGS-- FOREVER
BUT I WON'T EVEN HAVE TO SOIL MY HANDS ON YOU
I HAVE A NEW WEAPON--ONE THAT WILL NULLIFY YOUR POWER--AND MAKE YOU TOTALLY HELP-LESS BEFORE ME
WE'LL WORRY ABOUT THAT LATER
FIRST, I'VE SOMETHING TO SHOW YOU--
NO TRICKS, PARKER
2

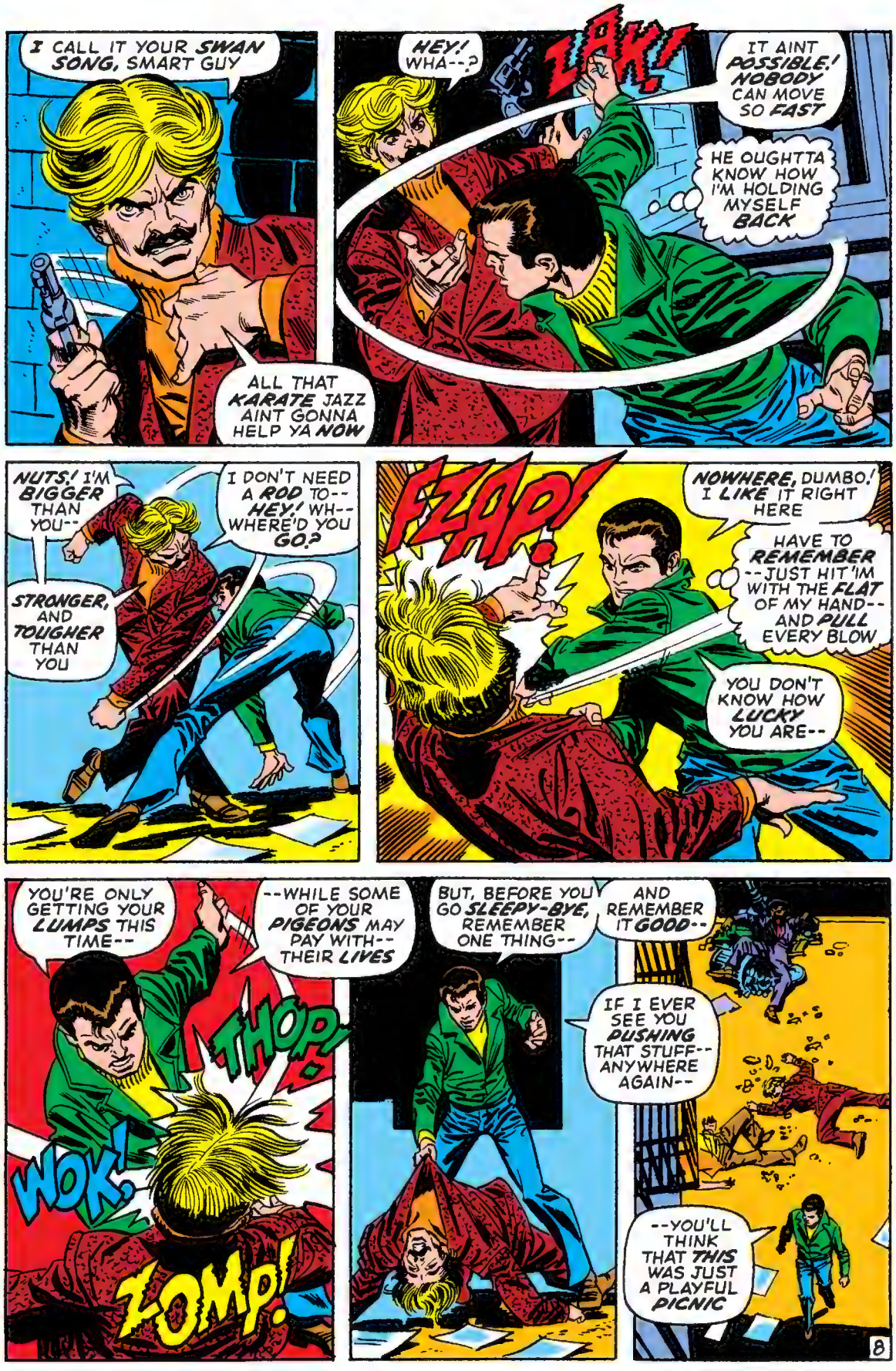
THIS ISN'T --A TRICK
IT'S MY ONLY CHANCE! I'VE GOT TO PIERCE THE CLOUD OF MADNESS IN HIS BRAIN--
GOT TO MAKE HIM AWARE OF HIS SON-- OF HARRY
IF IT DOESN'T WORK--I'M A GONER-- 'CAUSE I'M STANDING HERE LIKE A LIVING TARGET FOR HIM
BUT--HE'S SLOWING DOWN! HE'S HESITATING
THAT BOY--IN YOUR ARMS! I--I KNOW HIM
BUT NO--NO! I WON'T BE REMINDED! I--I DON'T WANT TO-- REMEMBER
TREMBLINGLY, THE GROTESQUE FIGURE TURNS--HIS TWISTED, TORTURED BRAIN RACKED BY THE ANGUISH OF A HAUNTING, HALF-BURIED MEMORY--
AND THEN, LIKE A SAVAGE, STREAKING CREATURE OF THE NIGHT--
HE FLEES--
I--CAN'T REMAIN! NOT WHILE-- HE IS THERE
BUT I'LL BE BACK! SOONER OR LATER-- PARKER MUST DIE
3


IT WORKED! HE'S GONE
BUT I'LL WORRY ABOUT HIM LATER--
RIGHT NOW, MY FIRST JOB IS TO GET HARRY TO A HOSPITAL
THEN, WITHIN A MATTER OF MINUTES--
EEEEEEEEEEEE
I GUESS I'VE--DONE ALL I CAN FOR HIM
THERE'S JUST ONE THING IN HIS FAVOR--
--AS FAR AS I KNOW, THAT WAS HIS FIRST, HIS ONLY TRIP
I JUST HOPE THEY GOT TO HIM--IN TIME
HOSPITAL
HE MIGHT NEVER HAVE GOTTEN INTO THAT SCENE--IF NOT FOR THE WAY MARY JANE TREATED HIM
I GUESS HE WAS JUST TOO WEAK --TO COPE WITH-- REJECTION
IT'S FUNNY HOW LOVING A GIRL CAN DRIVE A GUY BANANAS
AND, I GUESS NONE OF US ARE ESCAPE-PROOF
NO MATTER HOW I TRY--I CAN'T GET GWENDY OUT OF MY MIND
I CAN'T STOP THINKING OF HER--THERE ACROSS THE OCEAN--IN LONDON
CAN'T STOP WONDERING --IF SHE'S THINKING OF ME
PETER HAS NO WAY OF KNOWING--BUT LOOK HOW EASILY WE CAN FIND OUT--
IT'S NO USE! I JUST CAN'T FORGET HIM
LONDON
I THOUGHT--BEING AN OCEAN AWAY--WOULD GIVE ME A NEW OUTLOOK! BUT, IT DOESN'T MATTER
I STILL MISS PETER AS MUCH AS EVER
4

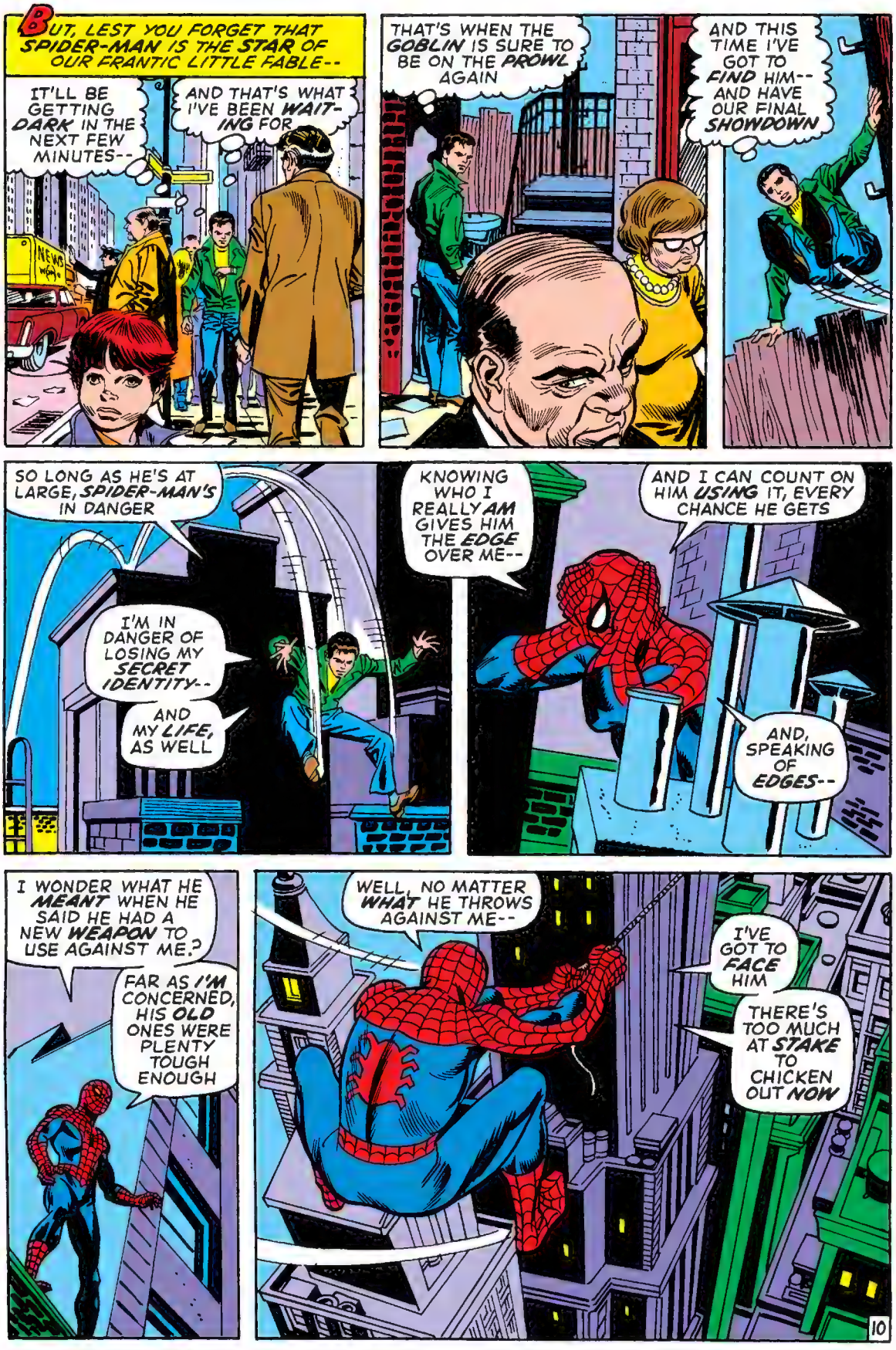

UNCLE ARTHUR-- AND AUNT NANCY-- HAVE BEEN WONDERFUL TO ME
THEY'VE TREATED ME LIKE THEIR OWN DAUGHTER
THEY'VE TRIED TO MAKE ME FEEL AS THOUGH THIS IS MY HOME
BUT, IT'S NOT THE SAME AS IT WAS --WHEN DAD WAS ALIVE
AND, NOW THAT I'M ALONE, NO PLACE CAN FEEL LIKE HOME TO ME--
IF PETER ISN'T IN THE PICTURE
I HAVE TO GET OUT! HAVE TO WALK--THINK --CLEAR AWAY THE COBWEBS SOMEHOW--
WHAT RIGHT HAD I TO BE ANGRY AT PETER BECAUSE HE DIDN'T PROPOSE MARRIAGE TO ME?
I KNOW HE LOVES ME-- AS I LOVE HIM! I JUST KNOW IT
A BOY DOESN'T WANT TO FEEL PRESSURED-- DOESN'T WANT TO FEEL TRAPPED BY A GIRL
MAYBE I PUSHED TOO HARD! MAYBE --I SCARED HIM AWAY
I WAS A FOOL TO RUN OFF THE WAY I DID
BUT, MAYBE IT'S NOT TOO LATE-- TO SET THINGS RIGHT AGAIN
BUS STOP
I LET MY GRIEF-- MY HATRED OF SPIDER-MAN-- AFFECT THE WAY I FELT ABOUT POOR PETER
5

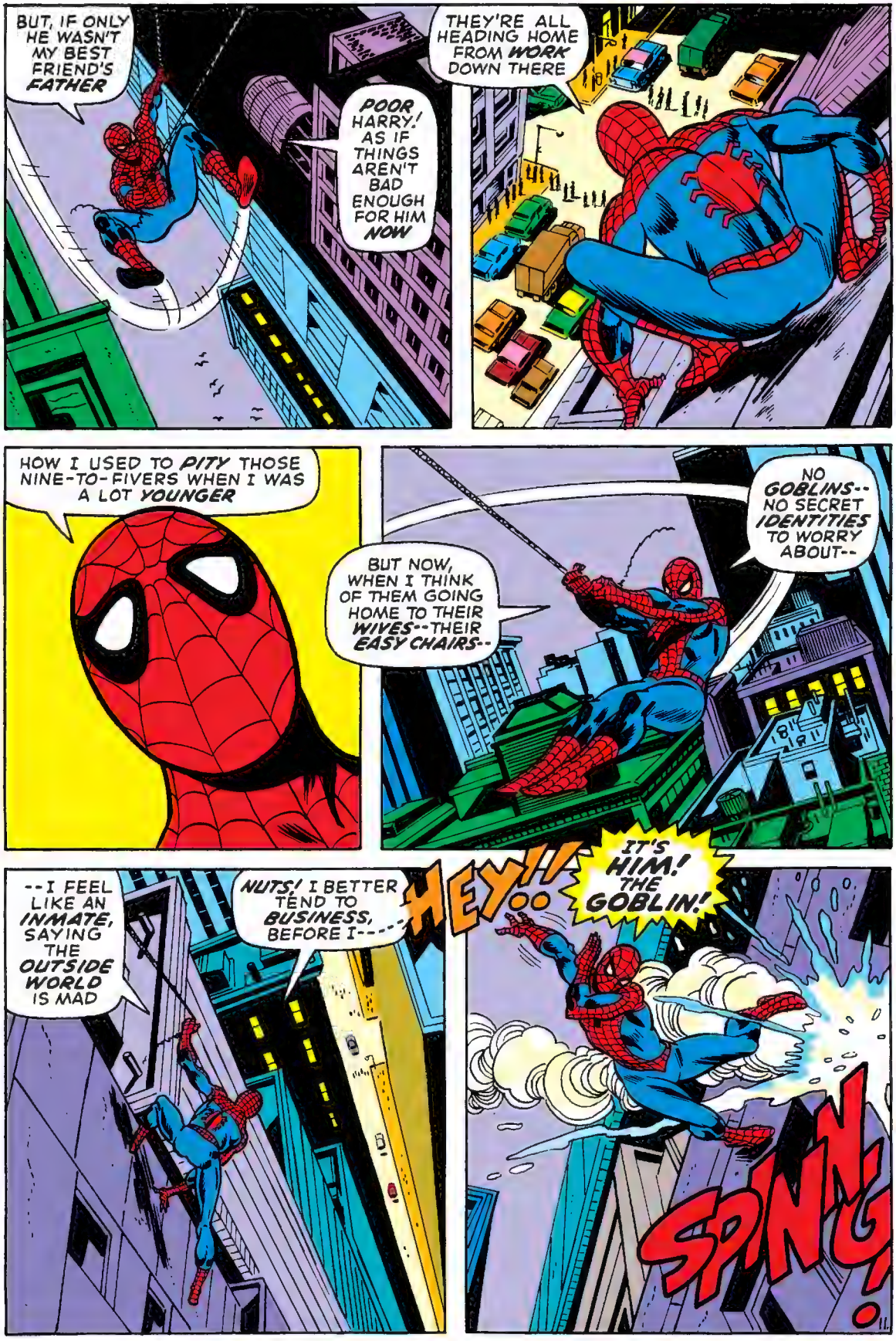

SEE YA AROUND, PARKER
WISH I COULD FIND MARY JANE
YEAH-- SURE
AND NOW THAT THE LONGEST SOLILOQUEYS SINCE HAMLET HAVE DRAWN TO AN END, LET'S GET THINGS ROLLING AGAIN AS WE REJOIN OUR HERO, LEAVING GOOD OL' E.S.U. AFTER CLASSES--
M.J. WOULD BE JUST WHAT HARRY NEEDS TO CHEER HIM UP AT THE HOSPITAL
POOR GUY! I HOPE HE'S GETTING ALONG OKAY
HEY, MAN--I WANNA TALK TO YOU
GO AHEAD! IT'S A FREE COUNTRY
THAT'S WHAT I LIKE--A SENSAHUMOR
I BEEN WAITING FOR YOUR PAL, HARRY OSBORN! KNOW WHERE HE IS?
YEAH, I KNOW
OKAY, THEN! TELL 'IM I GOT SOMETHING FOR HIM
BUT I CAN'T WAIT FOREVER
SO YOU'RE THE CREEP WHO SOLD HIM THOSE PILLS, HUH?
WELL, WELL--THE LITTLE CURLY-HAIRED GOODNIK IS LOOKIN' FOR TROUBLE, IS HE?
LET'S SEE IF I CAN OBLIGE YA, SONNY--
TWEEE

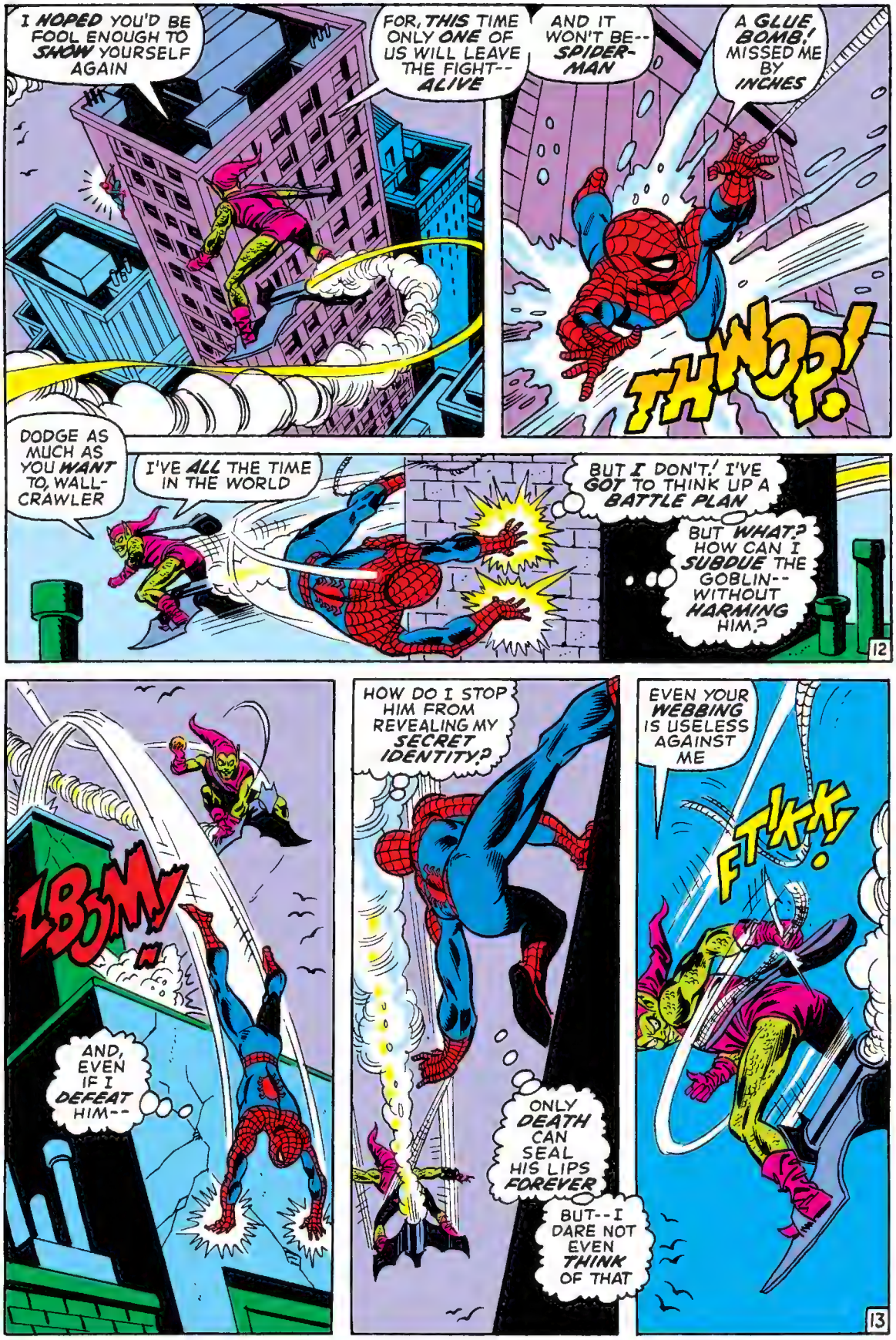
S'MATTER, TOP MAN? THIS PUNK BEEN BUGGIN' YA?
YEAH! HE THINKS HE'S A HERO
OKAY! LET'S SHOW 'IM HOW WE HANDLE HEROES 'ROUND HERE
THREE AGAINST ONE, HUH?
YOU GUYS ARE REAL RECKLESS
WE JUST DON'T WANTCHA TO GET LONELY, THAT'S ALL
SKIP THE SMART-TALK, MAN! LET'S GET ON WITH IT
DON'T WANNA GIVE MYSELF AWAY BY BEATING THEM TOO EASILY--
BUT I COULDN'T LIVE WITH MYSELF IF I DIDN'T LET 'EM HAVE IT
I'VE GOT TO MOVE FAST ENOUGH SO THEY HARDLY KNOW WHAT'S HAPPENING--
--AND HOPE THAT THEY'LL THINK IT'S KARATE
WHUMMPF!
THWUMP!
OKAY, BIG-MOUTH--
YOU'VE HAD IT!
KNOW SOMETHIN', MAN? THAT WAS A REAL UNFRIENDLY THING TO DO
FORGET IT--
--'CAUSE IF THAT WAS UN-FRIENDLY--
THEN WHAT WOULD YOU CALL THIS?
SPLUNG!
7

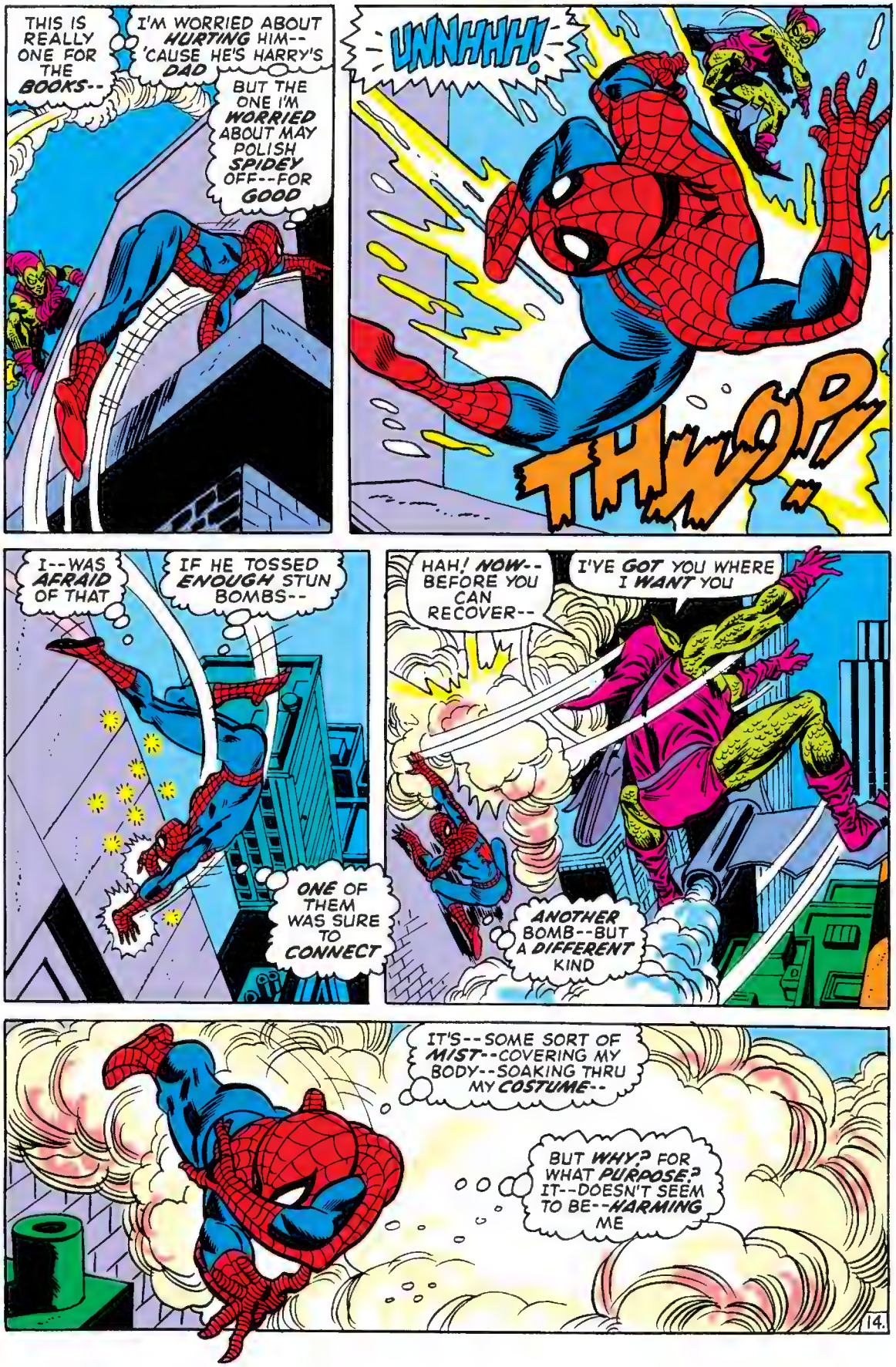

I CALL IT YOUR SWAN SONG, SMART GUY
ALL THAT KARATE JAZZ AINT GONNA HELP YA NOW
HEY! WHA--?
ZAK!
IT AINT POSSIBLE! NOBODY CAN MOVE SO FAST
HE OUGHTTA KNOW HOW I'M HOLDING MYSELF BACK
NUTS! I'M BIGGER THAN YOU--
STRONGER, AND TOUGHER THAN YOU
I DON'T NEED A ROD TO-- HEY! WH-- WHERE'D YOU GO?
FZAP!
NOWHERE, DUMBO! I LIKE IT RIGHT HERE
HAVE TO REMEMBER --JUST HIT 'IM WITH THE FLAT OF MY HAND-- AND PULL EVERY BLOW
YOU DON'T KNOW HOW LUCKY YOU ARE--
YOU'RE ONLY GETTING YOUR LUMPS THIS TIME--
--WHILE SOME OF YOUR PIGEONS MAY PAY WITH-- THEIR LIVES
THOP!
WOK!
ZOMP!
BUT, BEFORE YOU GO SLEEPY-BYE, REMEMBER ONE THING--
AND REMEMBER IT GOOD--
IF I EVER SEE YOU PUSHING THAT STUFF-- ANYWHERE AGAIN--
--YOU'LL THINK THAT THIS WAS JUST A PLAYFUL PICNIC
8

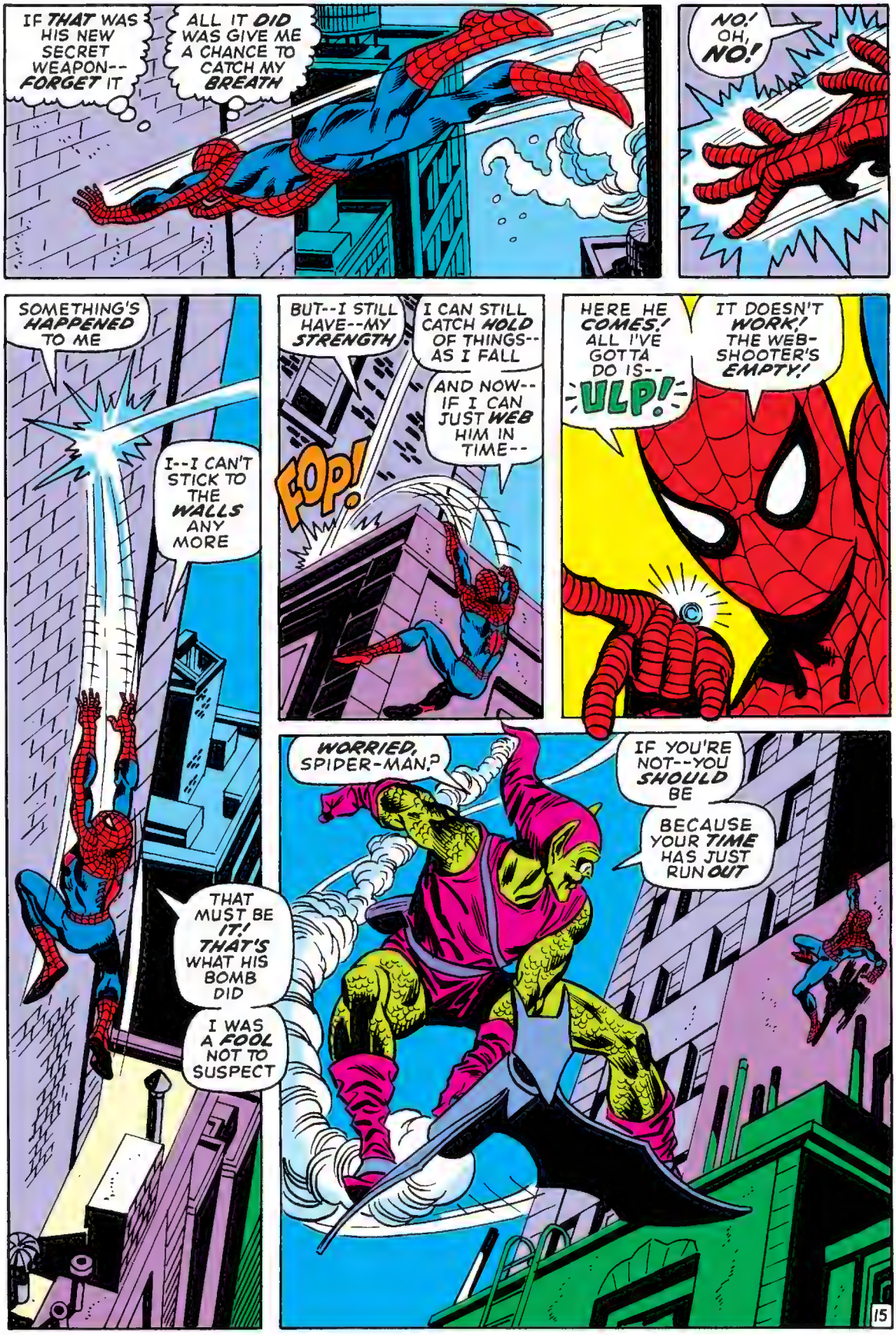
EVEN THOUGH I TRIED TO HOLD MYSELF BACK--THEY STILL MAY GET SUSPICIOUS
BUT LET 'EM! NONE OF THEM CAN PROVE ANYTHING
AND I WOULDN'T HAVE MISSED THAT LITTLE SESSION NO MATTER WHAT
BUT, AS PETER PARKER WALKS BY, LOST IN HIS OWN PRIVATE THOUGHTS--
ROBBIE! THIS IS JAMESON! I WANNA SEE YOU
I'LL BE RIGHT IN, J.J.
YEAH? THAT'S REAL NICE OF YOU, MISTER--CONSIDERING I'M THE BOSS AROUND HERE
WHAT'S WRONG, JONAH? YOU SOUND UPSET
SO WHAT? I'M ALWAYS UPSET
IT'S THIS ITEM--OSBORN'S KID IN THE HOSPITAL--
I DON'T LIKE IT, ROBBIE
NOBODY LIKES IT! DRUGS ARE A BAD SCENE
YEAH? I'LL TELL YOU A WORSE ONE--
THAT KID'S FATHER IS ONE OF OUR BIGGEST ADVERTISERS! HE'S NOT GONNA LIKE US PRINTING THIS STORY
I'M GONNA PRETEND I DIDN'T HEAR YOU SAY THAT, JONAH
YOU NEVER SQUASHED A STORY BEFORE BECAUSE IT MIGHT LOSE YOU SOME ADS
SIMMER DOWN! I'M NOT DOING IT NOW, EITHER
I JUST WANNA TALK, THAT'S ALL
HOW WILL YOU RUN THE STORY? WHAT ANGLE WILL YOU USE?
I'VE GOT IT ALL FIGURED OUT--
I'M SHOWING THAT DRUGS AREN'T JUST A GHETTO HANGUP! THEY HIT THE RICH --SAME AS THE POOR
IT'S EVERYONE'S PROBLEM! WE'VE ALL GOT TO FACE IT
WELL, DON'T JUST STAND THERE, MAN! I WANT IT IN THE NEXT EDITION
9.

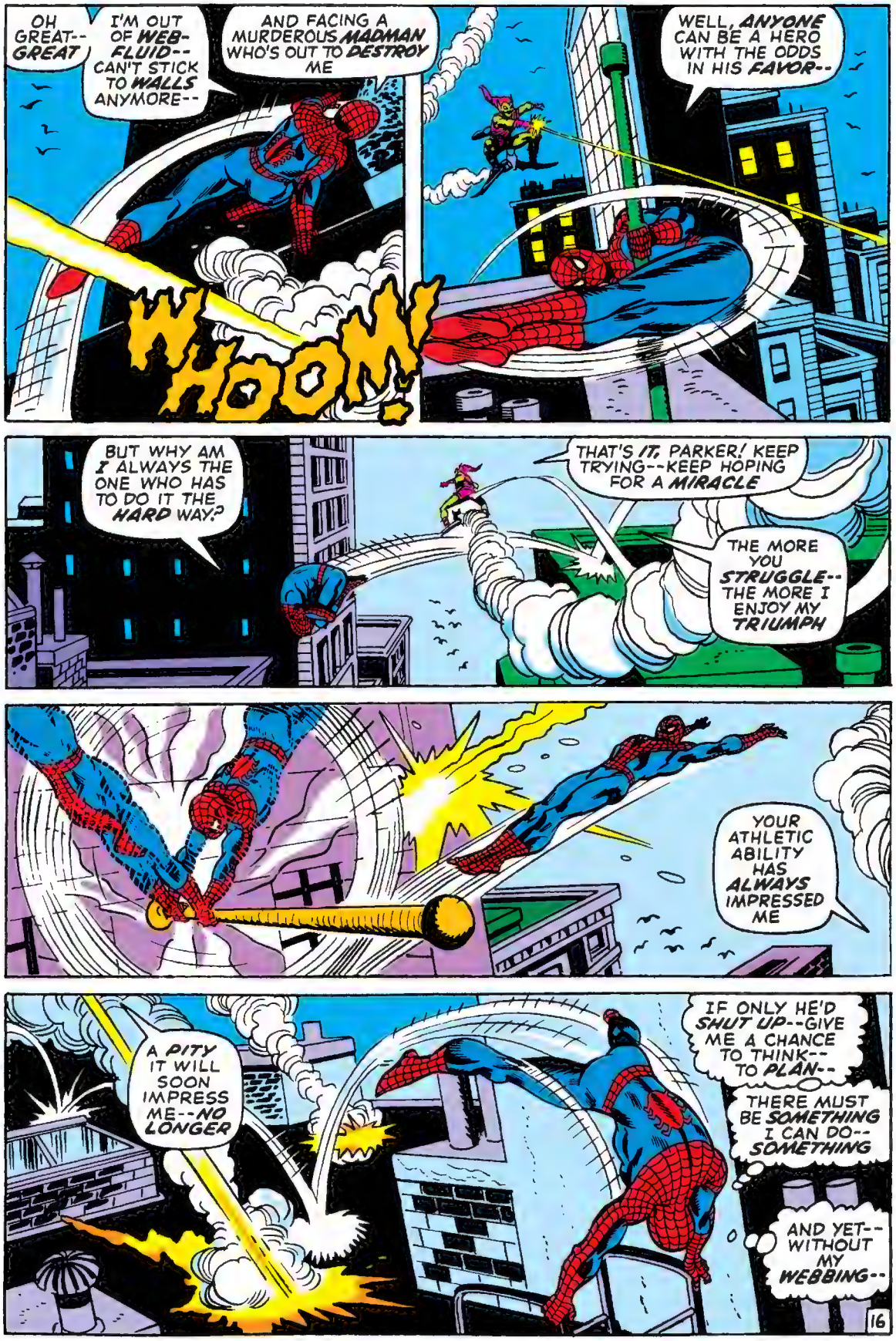

BUT, LEST YOU FORGET THAT SPIDER-MAN IS THE STAR OF OUR FRANTIC LITTLE FABLE--
IT'LL BE GETTING DARK IN THE NEXT FEW MINUTES--
AND THAT'S WHAT I'VE BEEN WAITING FOR
NEWS
THAT'S WHEN THE GOBLIN IS SURE TO BE ON THE PROWL AGAIN
AND THIS TIME I'VE GOT TO FIND HIM-- AND HAVE OUR FINAL SHOWDOWN
SO LONG AS HE'S AT LARGE, SPIDER-MAN'S IN DANGER
I'M IN DANGER OF LOSING MY SECRET IDENTITY--
AND MY LIFE, AS WELL
KNOWING WHO I REALLY AM GIVES HIM THE EDGE OVER ME--
AND I CAN COUNT ON HIM USING IT, EVERY CHANCE HE GETS
AND, SPEAKING OF EDGES--
I WONDER WHAT HE MEANT WHEN HE SAID HE HAD A NEW WEAPON TO USE AGAINST ME?
FAR AS I'M CONCERNED, HIS OLD ONES WERE PLENTY TOUGH ENOUGH
WELL, NO MATTER WHAT HE THROWS AGAINST ME--
I'VE GOT TO FACE HIM
THERE'S TOO MUCH AT STAKE TO CHICKEN OUT NOW
10

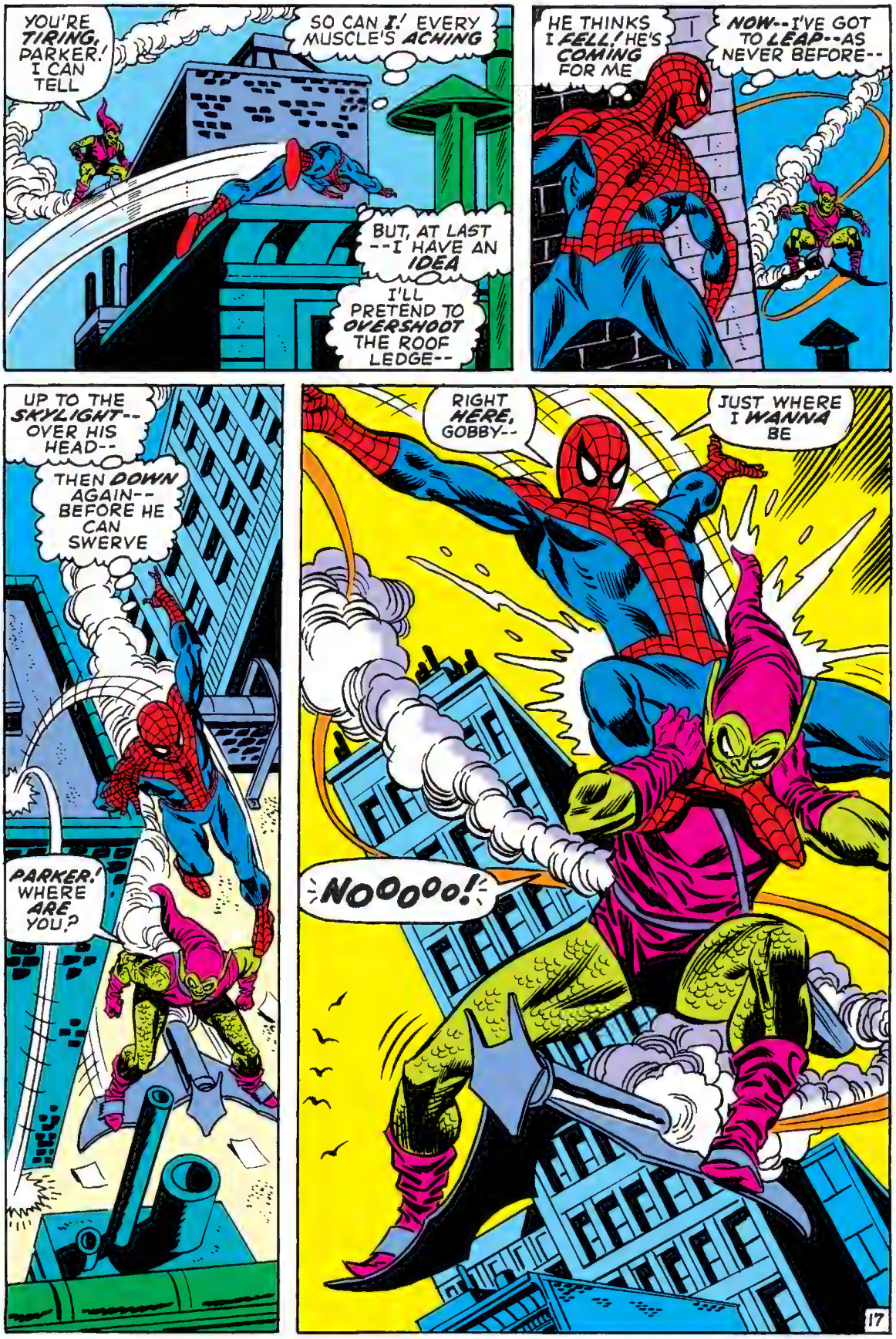

BUT, IF ONLY HE WASN'T MY BEST FRIEND'S FATHER
POOR HARRY! AS IF THINGS AREN'T BAD ENOUGH FOR HIM NOW
THEY'RE ALL HEADING HOME FROM WORK DOWN THERE
HOW I USED TO PITY THOSE NINE-TO-FIVERS WHEN I WAS A LOT YOUNGER
BUT NOW, WHEN I THINK OF THEM GOING HOME TO THEIR WIVES--THEIR EASY CHAIRS--
NO GOBLINS-- NO SECRET IDENTITIES TO WORRY ABOUT--
--I FEEL LIKE AN INMATE, SAYING THE OUTSIDE WORLD IS MAD
NUTS! I BETTER TEND TO BUSINESS, BEFORE I----
HEY!!
IT'S HIM! THE GOBLIN!
SPING!

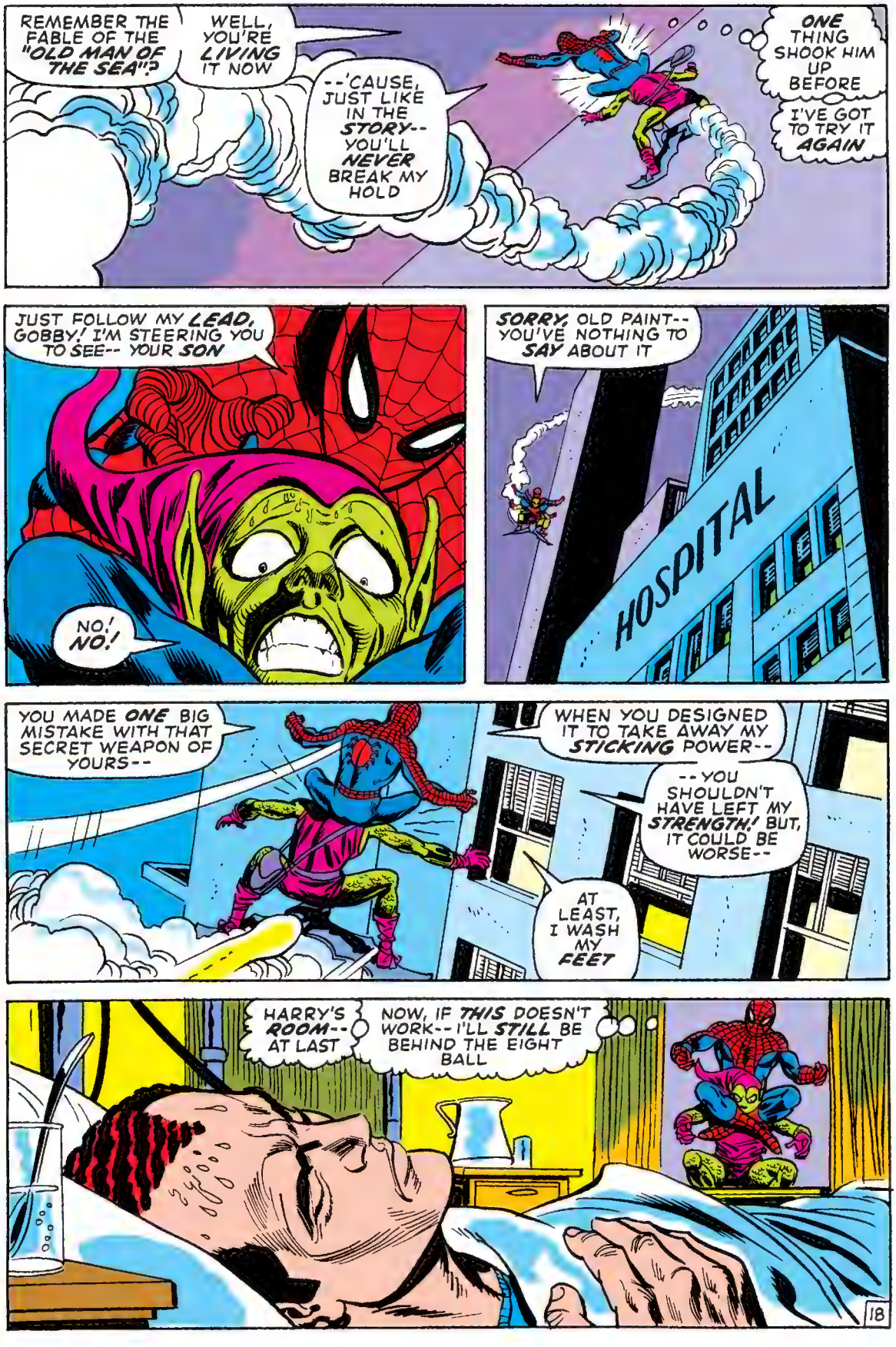

I HOPED YOU'D BE FOOL ENOUGH TO SHOW YOURSELF AGAIN
FOR, THIS TIME ONLY ONE OF US WILL LEAVE THE FIGHT-- ALIVE
AND IT WON'T BE-- SPIDER-MAN
A GLUE BOMB! MISSED ME BY INCHES
THWIP!
DODGE AS MUCH AS YOU WANT TO, WALL-CRAWLER
I'VE ALL THE TIME IN THE WORLD
BUT I DON'T! I'VE GOT TO THINK UP A BATTLE PLAN
BUT WHAT? HOW CAN I SUBDUE THE GOBLIN-- WITHOUT HARMING HIM?
12
KBOOM!
AND, EVEN IF I DEFEAT HIM--
HOW DO I STOP HIM FROM REVEALING MY SECRET IDENTITY?
ONLY DEATH CAN SEAL HIS LIPS FOREVER
BUT-- I DARE NOT EVEN THINK OF THAT
EVEN YOUR WEBBING IS USELESS AGAINST ME
FTKK!
13


THIS IS REALLY ONE FOR THE BOOKS--
I'M WORRIED ABOUT HURTING HIM-- 'CAUSE HE'S HARRY'S DAD
BUT THE ONE I'M WORRIED ABOUT MAY POLISH SPIDEY OFF--FOR GOOD
UNNHHH!
THWOP!
I--WAS AFRAID OF THAT
IF HE TOSSED ENOUGH STUN BOMBS--
ONE OF THEM WAS SURE TO CONNECT
HAH! NOW-- BEFORE YOU CAN RECOVER--
I'VE GOT YOU WHERE I WANT YOU
ANOTHER BOMB--BUT A DIFFERENT KIND
IT'S--SOME SORT OF MIST--COVERING MY BODY--SOAKING THRU MY COSTUME--
BUT WHY? FOR WHAT PURPOSE? IT--DOESN'T SEEM TO BE--HARMING ME


IF THAT WAS HIS NEW SECRET WEAPON-- FORGET IT
ALL IT DID WAS GIVE ME A CHANCE TO CATCH MY BREATH
NO! OH, NO!
SOMETHING'S HAPPENED TO ME
I--I CAN'T STICK TO THE WALLS ANY MORE
BUT--I STILL HAVE--MY STRENGTH!
I CAN STILL CATCH HOLD OF THINGS-- AS I FALL
AND NOW-- IF I CAN JUST WEB HIM IN TIME--
FOOP!
HERE HE COMES! ALL I'VE GOTTA DO IS--
ULP!
IT DOESN'T WORK! THE WEB-SHOOTER'S EMPTY!
WORRIED, SPIDER-MAN?
IF YOU'RE NOT--YOU SHOULD BE
BECAUSE YOUR TIME HAS JUST RUN OUT
THAT MUST BE IT! THAT'S WHAT HIS BOMB DID
I WAS A FOOL NOT TO SUSPECT
15


OH GREAT-- GREAT
I'M OUT OF WEB-FLUID-- CAN'T STICK TO WALLS ANYMORE--
AND FACING A MURDEROUS MADMAN WHO'S OUT TO DESTROY ME
WELL, ANYONE CAN BE A HERO WITH THE ODDS IN HIS FAVOR--
WHOOM!
BUT WHY AM I ALWAYS THE ONE WHO HAS TO DO IT THE HARD WAY?
THAT'S IT, PARKER! KEEP TRYING--KEEP HOPING FOR A MIRACLE
THE MORE YOU STRUGGLE-- THE MORE I ENJOY MY TRIUMPH
YOUR ATHLETIC ABILITY HAS ALWAYS IMPRESSED ME
A PITY IT WILL SOON IMPRESS ME--NO LONGER
IF ONLY HE'D SHUT UP--GIVE ME A CHANCE TO THINK-- TO PLAN--
THERE MUST BE SOMETHING I CAN DO-- SOMETHING
AND YET-- WITHOUT MY WEBBING--


YOU'RE TIRING, PARKER! I CAN TELL
SO CAN I! EVERY MUSCLE'S ACHING
BUT, AT LAST --I HAVE AN IDEA
I'LL PRETEND TO OVERSHOOT THE ROOF LEDGE--
HE THINKS I FELL! HE'S COMING FOR ME
NOW--I'VE GOT TO LEAP--AS NEVER BEFORE--
UP TO THE SKYLIGHT-- OVER HIS HEAD--
THEN DOWN AGAIN-- BEFORE HE CAN SWERVE
PARKER! WHERE ARE YOU?
RIGHT HERE, GOBBY--
JUST WHERE I WANNA BE
NOOOOO!


REMEMBER THE FABLE OF THE "OLD MAN OF THE SEA"?
WELL, YOU'RE LIVING IT NOW
--'CAUSE, JUST LIKE IN THE STORY-- YOU'LL NEVER BREAK MY HOLD
ONE THING SHOOK HIM UP BEFORE
I'VE GOT TO TRY IT AGAIN
JUST FOLLOW MY LEAD, GOBBY! I'M STEERING YOU TO SEE-- YOUR SON
NO! NO!
SORRY, OLD PAINT-- YOU'VE NOTHING TO SAY ABOUT IT
HOSPITAL
YOU MADE ONE BIG MISTAKE WITH THAT SECRET WEAPON OF YOURS--
WHEN YOU DESIGNED IT TO TAKE AWAY MY STICKING POWER--
--YOU SHOULDN'T HAVE LEFT MY STRENGTH! BUT, IT COULD BE WORSE--
AT LEAST, I WASH MY FEET
HARRY'S ROOM-- AT LAST
NOW, IF THIS DOESN'T WORK-- I'LL STILL BE BEHIND THE EIGHT BALL
18

IT IS WORKING-- IT IS
HE'S ALREADY FORGOTTEN THAT I'M HERE
HARRY! MY SON-- WHAT IS IT? WHAT'S WRONG?
HIS BODY HAS STIFFENED! HE'S TREMBLING! HE-- HE'S GOING INTO SHOCK
IT'S YOUR FATHER! DON'T YOU KNOW ME? HARRY-- SAY SOMETHING
NOTHING--MUST HAPPEN--TO-- MY BOY
HARRY-- HARRY! MY BOY-- MY--:UNHHH:
HE FAINTED! IT'S OVER-- AT LAST
IT'S MORE THAN I DARED TO HOPE FOR
THE SIGHT OF HARRY-- SO ILL--SHOCKED HIM BACK TO NORMAL AGAIN
AND WHEN HE'S NORMAL, HE REMEMBERS NOTHING ABOUT THE GOBLIN --OR SPIDEY'S REAL IDENTITY
THERE! I BURNED HIS COSTUME-- AND GOT HIM SAFELY HOME AGAIN
WHEN HE AWAKENS, HE'LL THINK IT WAS JUST A BAD DREAM--
--IF HE REMEMBERS IT AT ALL
ANYWAY, CARING FOR HARRY WILL KEEP HIM TOO BUSY TO TO DWELL ON THE PAST
19

SO, MY IDENTITY IS SAFE ONCE MORE--AT LEAST, FOR A WHILE
NOW, ALL THAT REMAINS IS TO HOPE THAT POOR HARRY WILL SOON BE ALL RIGHT
AND, TO HOPE THAT HE'S LEARNED YOU CAN'T SOLVE YOUR PROBLEMS WITH PILLS
AS FOR ME, I'M RIGHT BACK WHERE I STARTED--
NOTHING TO LOOK FORWARD TO-- EXCEPT DULL AND EMPTY LONELINESS-- WITHOUT GWEN
OH NO! AM I--STARTING TO CRACK UP?
I--SUDDENLY IMAGINE-- THAT I HEAR--
--HER VOICE-- CALLING ME
PETER! PETER! I'M BACK! I--HAD TO RETURN
IT--IT IS YOU! IT IS! GWENDY!
I CAN'T BELIEVE IT! IT'S LIKE A DREAM--A MIRACLE
IT'S TRUE, PETER! I COULDN'T STAY AWAY
AND NOW, BEFORE WE EAGERLY COUNT THE DAYS TILL NEXT ISSUE, WE JUST WANT TO ASK YOU ONE LITTLE QUESTION--
--WHO SAYS WE NEVER GIVE SPIDEY A HAPPY ENDING?

SPIDER-MAN
15¢
CC
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AUG
02457
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
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PANIC IN THE PRISON!

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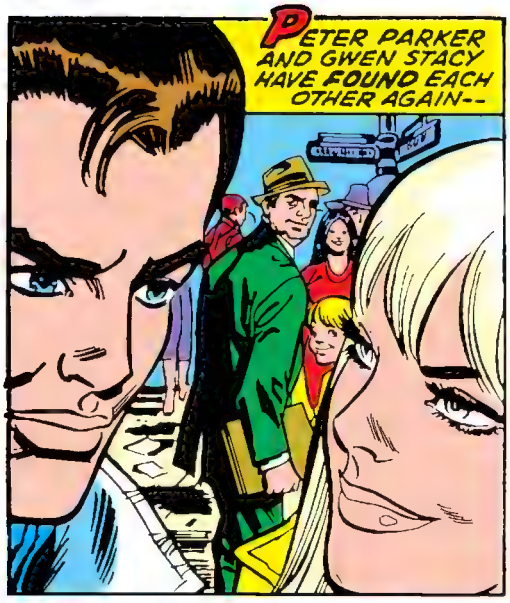
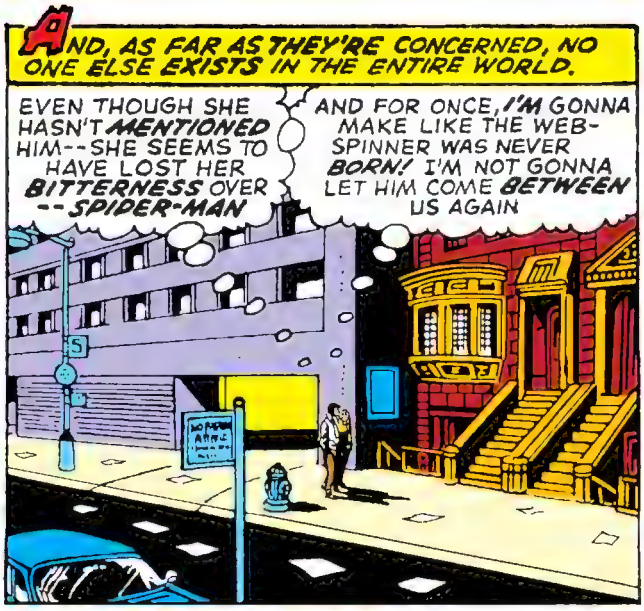
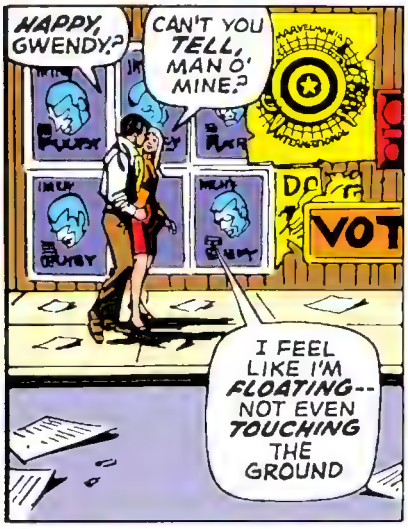
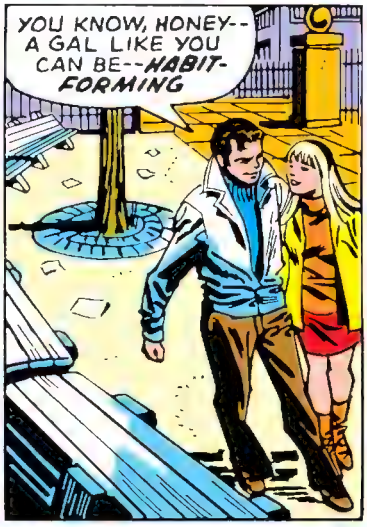
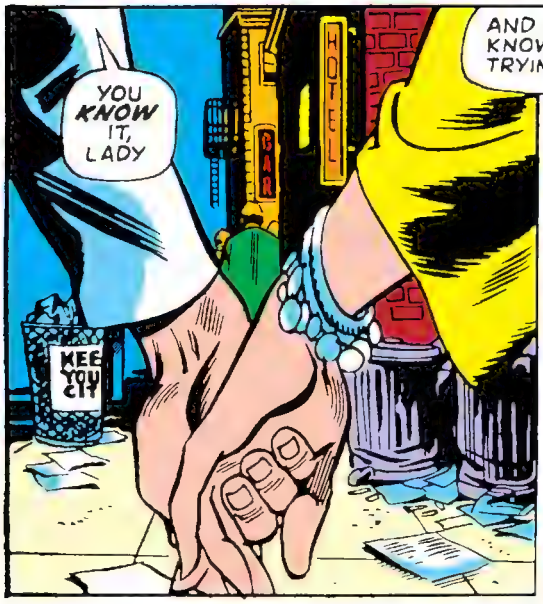

PETER PARKER AND GWEN STACY HAVE FOUND EACH OTHER AGAIN--

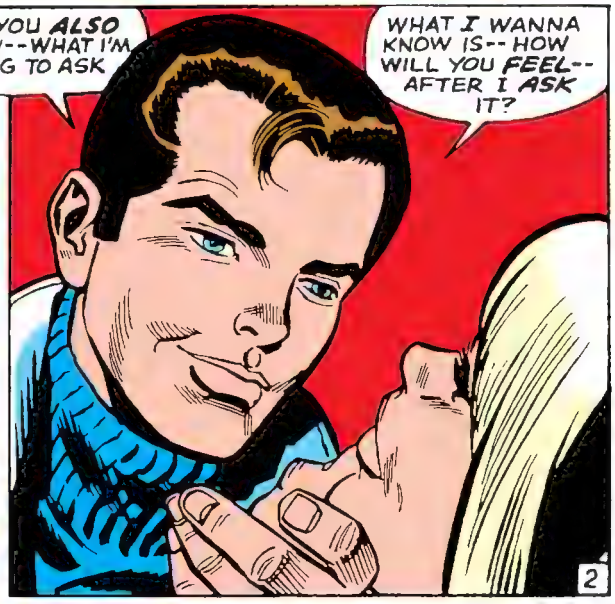

AND, AS FAR AS THEY'RE CONCERNED, NO ONE ELSE EXISTS IN THE ENTIRE WORLD.
EVEN THOUGH SHE HASN'T MENTIONED HIM--SHE SEEMS TO HAVE LOST HER BITTERNESS OVER --SPIDER-MAN
AND FOR ONCE, I'M GONNA MAKE LIKE THE WEB-SPINNER WAS NEVER BORN! I'M NOT GONNA LET HIM COME BETWEEN US AGAIN


HAPPY, GWENDY?
CAN'T YOU TELL, MAN O' MINE?
I FEEL LIKE I'M FLOATING-- NOT EVEN TOUCHING THE GROUND


YOU KNOW, HONEY-- A GAL LIKE YOU CAN BE--HABIT-FORMING

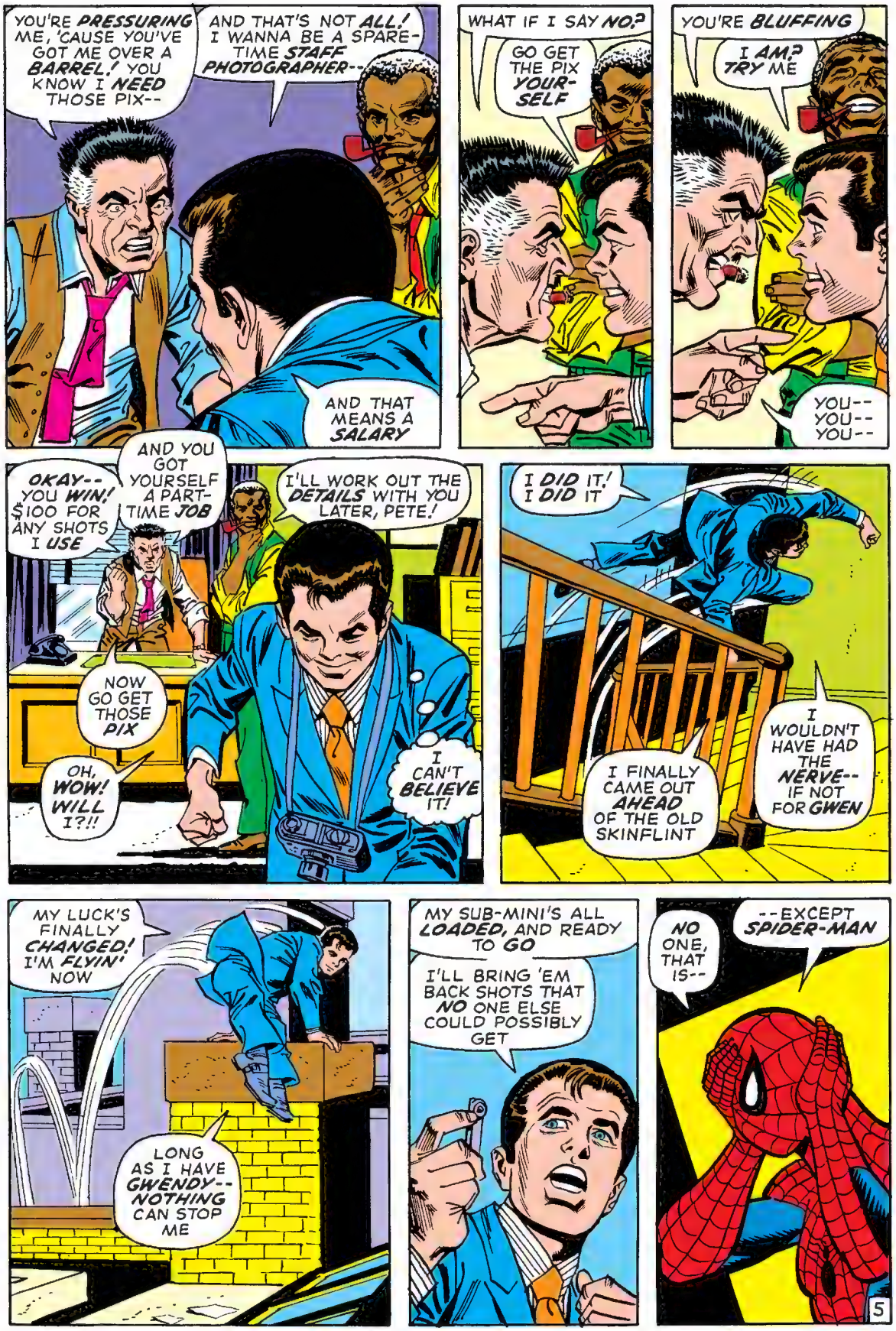
ARE YOU TRYING TO TELL ME SOMETHING, MR. PARKER?

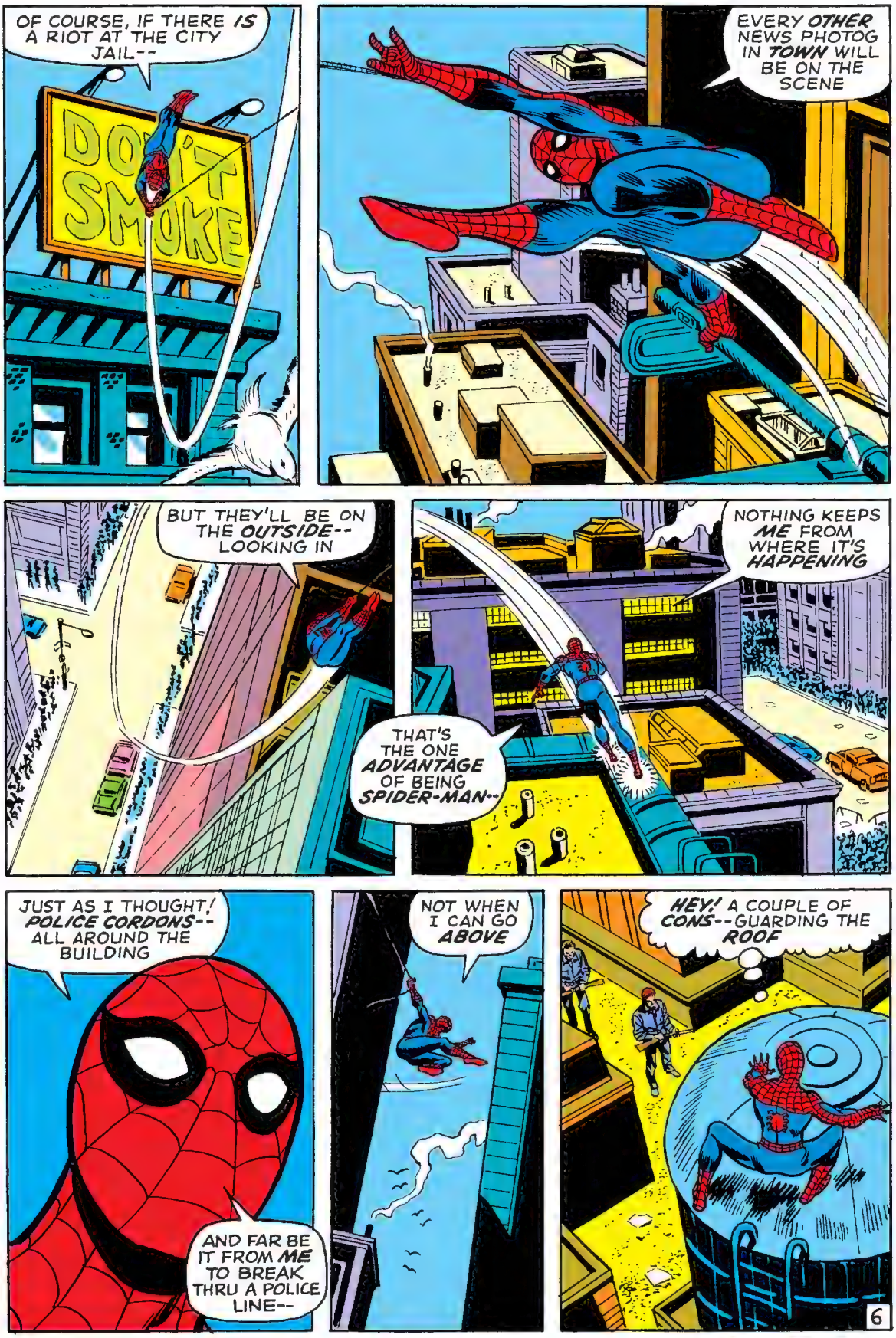

YOU KNOW IT, LADY
HOTEL
BAR

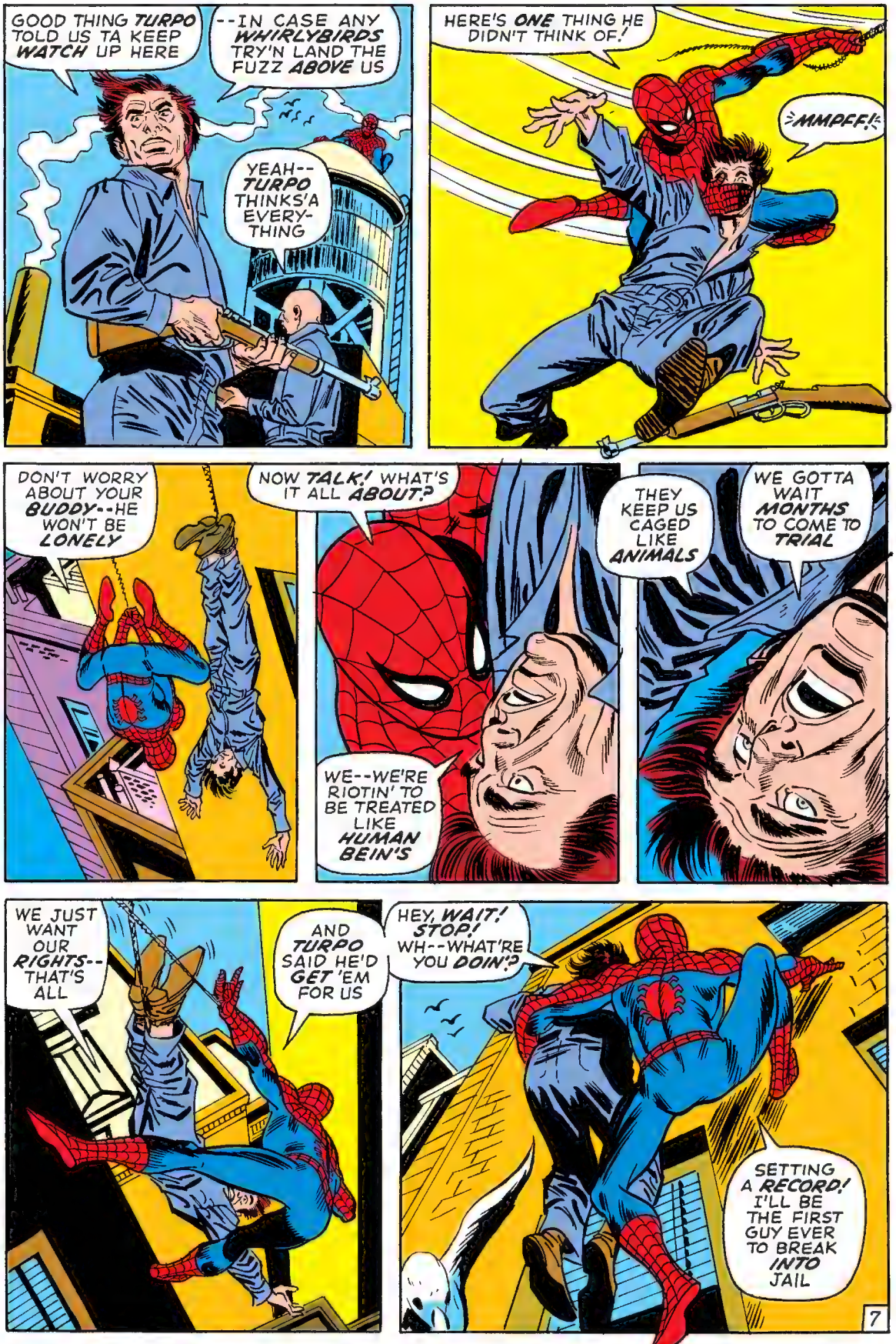

AND YOU ALSO KNOW--WHAT I'M TRYING TO ASK
WHAT I WANNA KNOW IS-- HOW WILL YOU FEEL-- AFTER I ASK IT?

WHAT DO YOU THIN-- OH!
I THINK YOU TALK TOO MUCH
SINCE IT'S NOT POLITE TO LOOK IN ON SUCH PERSONAL STUFF, AND SINCE THIS REALLY ISN'T A LOVE STORY MAG, LET'S SKIP AHEAD A FEW MINUTES, WHERE WE FIND--
I'LL PICK YOU UP TONIGHT, GWENDY
I'LL BE COUNTING THE SECONDS
OKAY, PARKER--YOU'RE FINALLY GETTING YOUR PERSONAL LIFE TOGETHER--
AND THIS TIME, YOU'RE NOT GONNA BLOW IT
ACME
BUT, THE FIRST THING I'VE GOTTA DO BEFORE I POP THE QUESTION, IS--MAKE SURE I CAN SUPPORT A WIFE
AND THAT MEANS-- A JOB
I CAN'T GO BACK TO MR. OSBORN--'CAUSE I'M AFRAID TO RISK HIS TURNING INTO THE GOBLIN AGAIN*
SO IT LOOKS LIKE I'VE GOTTA HEAD FOR THE DAILY BUGLE NOW
*READERS OF OUR PREVIOUS ISSUES'LL KNOW WHAT WE MEAN. THE OTHERS CAN TAKE OUR WORD FOR IT! --STAN.
ANYWAY, I'VE MODIFIED MY SECRET LITTLE SPIDEY CAMERA-- TURNED IT INTO A REAL SUB-MINI
AND I'VE BEEN ANXIOUS TO GET A CHANCE TO GIVE IT A TRYOUT
MR. ROBERTSON! CAN I TALK TO YOU FOR A MINUTE?
THOSE DULCET, BELL-LIKE TONES--
THEY CAN ONLY BELONG TO--
PETER PARKER! BEEN LOOKIN' FOR YOU, SON
THERE'S A JOB WAITING
THERE IS?
3

LEMME JUST CHECK IT OUT WITH JAMESON
IS THAT PRISON ASSIGNMENT STILL UP FOR GRABS, JJ?
YEAH! ALL OUR TOP CAMERAMEN ARE EITHER SICK OR IN THE FIELD
I'M TRYING TO GET HOLD OF A GOOD FREE-LANCER NOW, BUT--
SAVE YOUR DIME, JONAH! YOUR WORRIES ARE OVER
PETER PARKER JUST DROPPED IN
PARKER, HUH? I WONDERED WHERE THAT KID HAD BEEN?
WELL, HE'S BETTER THAN NOBODY
COME OFF IT, MAN! HE'S GOOD AS THEY COME-- AND YOU KNOW IT
YEAH, BUT I DON'T WANNA TELL HIM
AWRIGHT! THERE'S A RIOT AT THE CITY PEN-- THEY'RE HOLDING THE WARDEN HOSTAGE
I NEED PICTURES! SO GET GOING
FIRST, LET'S TALK MONEY
THIS IS NO TIME TO HASSLE! YOU WANT EVERY OTHER PAPER TO SCOOP ME?
SPARE ME THE CRYING ACT, MISTER
I'M THRU SELLING MY SHOTS TO YOU FOR CHICKEN FEED
SO SETTLE THE PRICE NOW, OR NO DEAL
LOOK! CHANCES ARE SPIDER-MAN MAY BE ON THE SCENE
AND THAT MEANS I'LL BE RISKING MY LIFE FOR THOSE PHOTOS
WITH ME YOU GET TOUGH? WITH ME?
SO MY PRICE JUST WENT UP


YOU'RE PRESSURING ME, 'CAUSE YOU'VE GOT ME OVER A BARREL! YOU KNOW I NEED THOSE PIX--
AND THAT'S NOT ALL! I WANNA BE A SPARE-TIME STAFF PHOTOGRAPHER--
AND THAT MEANS A SALARY
WHAT IF I SAY NO?
GO GET THE PIX YOUR-SELF
YOU'RE BLUFFING
I AM? TRY ME
YOU-- YOU-- YOU--
OKAY-- YOU WIN! $100 FOR ANY SHOTS I USE
AND YOU GOT YOURSELF A PART-TIME JOB
I'LL WORK OUT THE DETAILS WITH YOU LATER, PETE!
NOW GO GET THOSE PIX
OH, WOW! WILL I?!!
I CAN'T BELIEVE IT!
I DID IT! I DID IT
I FINALLY CAME OUT AHEAD OF THE OLD SKINFLINT
I WOULDN'T HAVE HAD THE NERVE-- IF NOT FOR GWEN
MY LUCK'S FINALLY CHANGED! I'M FLYIN' NOW
LONG AS I HAVE GWENDY-- NOTHING CAN STOP ME
MY SUB-MINI'S ALL LOADED, AND READY TO GO
I'LL BRING 'EM BACK SHOTS THAT NO ONE ELSE COULD POSSIBLY GET
NO ONE, THAT IS--
--EXCEPT SPIDER-MAN
5


OF COURSE, IF THERE IS A RIOT AT THE CITY JAIL--
DON'T SMOKE
EVERY OTHER NEWS PHOTOG IN TOWN WILL BE ON THE SCENE
BUT THEY'LL BE ON THE OUTSIDE-- LOOKING IN
NOTHING KEEPS ME FROM WHERE IT'S HAPPENING
THAT'S THE ONE ADVANTAGE OF BEING SPIDER-MAN--
JUST AS I THOUGHT! POLICE CORDONS-- ALL AROUND THE BUILDING
AND FAR BE IT FROM ME TO BREAK THRU A POLICE LINE--
NOT WHEN I CAN GO ABOVE
HEY! A COUPLE OF CONS--GUARDING THE ROOF

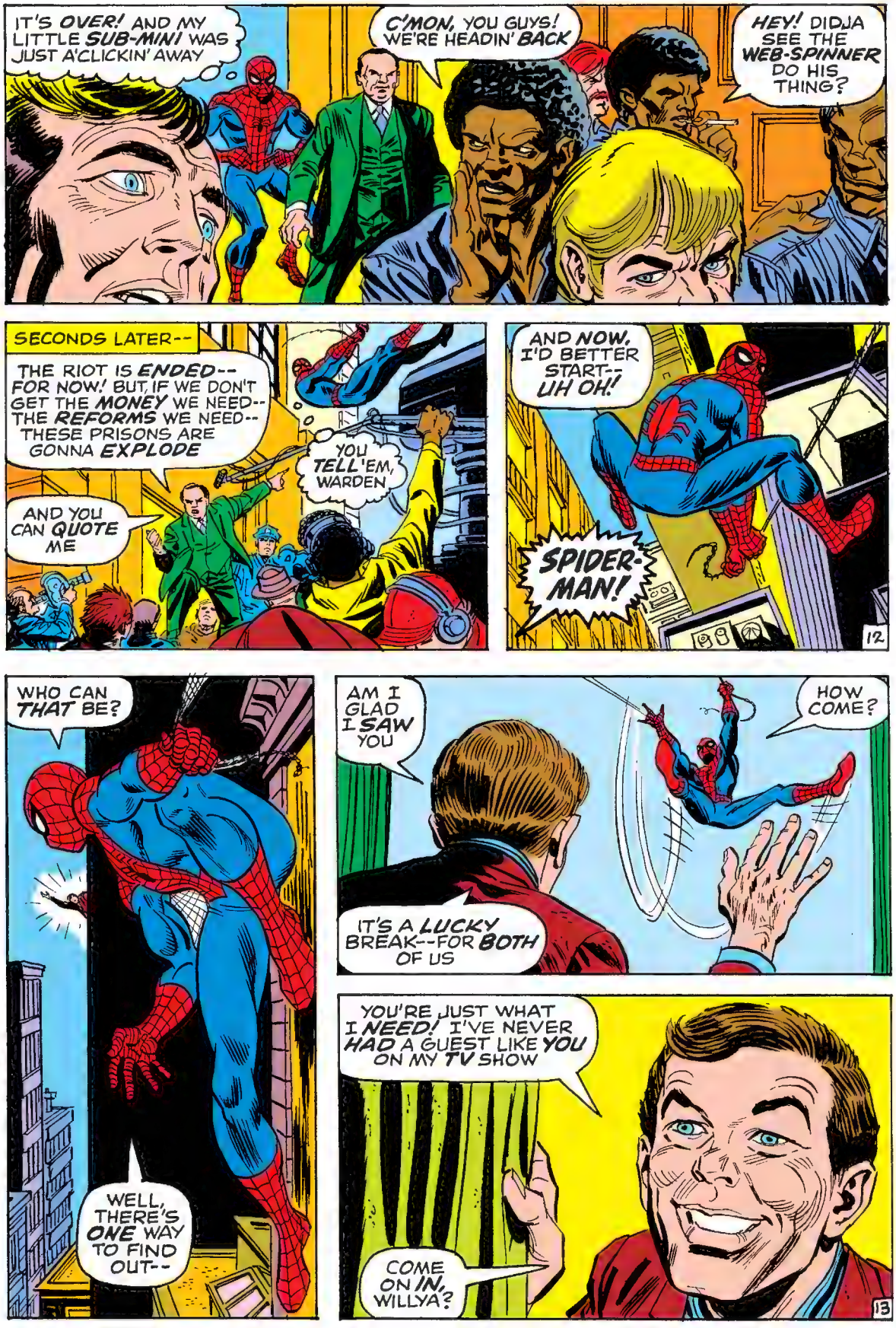

GOOD THING TURPO TOLD US TA KEEP WATCH UP HERE
--IN CASE ANY WHIRLYBIRDS TRY'N LAND THE FUZZ ABOVE US
YEAH-- TURPO THINKS'A EVERY-THING
HERE'S ONE THING HE DIDN'T THINK OF!
MMPFF!
DON'T WORRY ABOUT YOUR BUDDY--HE WON'T BE LONELY
NOW TALK! WHAT'S IT ALL ABOUT?
WE--WE'RE RIOTIN' TO BE TREATED LIKE HUMAN BEIN'S
THEY KEEP US CAGED LIKE ANIMALS
WE GOTTA WAIT MONTHS TO COME TO TRIAL
WE JUST WANT OUR RIGHTS-- THAT'S ALL
AND TURPO SAID HE'D GET 'EM FOR US
HEY, WAIT! STOP! WH--WHAT'RE YOU DOIN'?
SETTING A RECORD! I'LL BE THE FIRST GUY EVER TO BREAK INTO JAIL

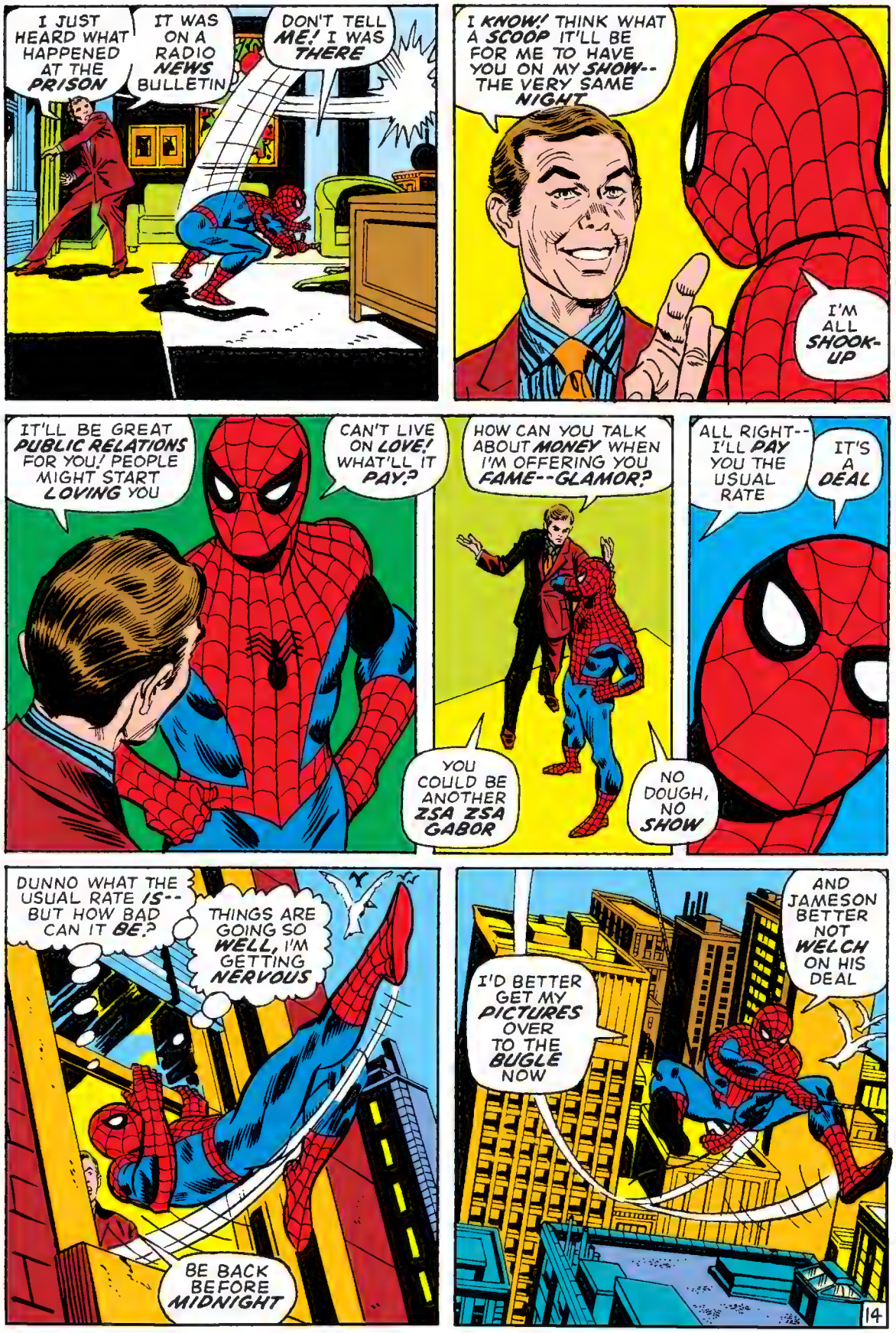
NOW, YOU STAY THERE AND THINK NICE THOUGHTS--
WHILE I GO FIND OUR FRIEND TURPO
AND, SINCE I'M NOT APT TO WIN ANY POPULARITY PRIZES IN A PLACE LIKE THIS--
THE LESS ANY-ONE SEES OF ME, THE BETTER
ANY WORD FROM TURPO YET?
NO! HE'S STILL IN WITH THE WARDEN
THE WARDEN BETTER COME ACROSS-- OR ELSE
SO THAT'S THE SIZE OF IT, HUH?
LOOKS LIKE I'D BETTER GET TO THE WARDEN-- BUT FAST
THOSE CONS IN THERE ARE PLAYING FOR KEEPS
THE ONE I SPOKE TO WAS LEVELLING WITH ME
HE REALLY MEANT IT ABOUT THOSE GRIPES
BUT-- WHERE DOES THE BLAME LIE?
DO AS WE TELL YA, MAN
YOU CAN'T GET AWAY WITH THIS, TURPO
YOU'RE SELLING THOSE CONS DOWN THE RIVER
8

SKIP THE SOB STORY, MAN--IF YA WANNA STAY HEALTHY
THEY DO THE RIOTIN'--AND TURPO'S GONNA ESCAPE! WHAT'S WRONG WITH THAT?
SO THAT'S WHAT IT'S ALL ABOUT
TURPO'S JUST USING THE RIOT AS A COVER FOR HIS OWN ESCAPE
I CALL THAT DIRTY POOL
HEY, TURPO! WHAT ABOUT OUR LIST OF GRIEVANCES?
TAKE 'EM TO THE CHAPLAIN, SUCKER
THEN--YOU NEVER DID CARE ABOUT THE CONDITIONS IN HERE! YOU USED US--SO YOU COULD GET OUT
THAT'S WHAT I LIKE--A REAL SMART CON
YOU ROTTEN--
UH UH! NO NAMES
AFTER WE'RE GONE, YOU GUYS CAN DEMONSTRATE ALL YA WANNA
I DON'T CARE WHO I GOTTA VENTILATE TO GIT OUTTA HERE
YEAH! WE DON'T WANNA BUST UP YER PARTY
I JUST WANNA THANK YA FER BEIN' OUR PIGEONS
9

LET'S GO, WARDEN! WE'RE-- HEY!
SPIDER-MAN!
GUN 'IM DOWN, YOU GUYS
DON'T LET 'IM STOP US
TURPO, YOU'RE LIVING IN A FOOL'S PARADISE
YOU'VE ALREADY BEEN STOPPED
THIS WRAPS UP YOUR RIOT, WARDEN
NOT QUITE! THERE ARE TWO MORE OF TURPO'S MEN, OUTSIDE THE DOOR-- TO KEEP THE OTHERS FROM LEARNING HE'S BETRAYED THEM
THAT'S ALL I WANTED TO KNOW
10

HOLD IT, YOU GUYS
THERE'S SOMETHING YOU SHOULD KNOW
TURPO ORGANIZED YOUR RIOT--BUT HE DIDN'T CARE ABOUT CONDITIONS IN HERE
HE TRIED TO ESCAPE--USING THE WARDEN AS A HOSTAGE--WHILE YOU ALL COVERED FOR HIM
WHY SHOULD WE BELIEVE YOU?
'CAUSE I'M TELLIN' YA TO! THE MAN'S TALKIN' STRAIGHT, HEAR?
BUT TURPO DON'T MEAN NOTHIN'! THERE'S SOMETHING MORE IMPORTANT--
THE WARDEN AGREES WITH MOST'A OUR GRIPES! HE SAID HE'LL TRY'N HELP US
YEAH? BUT WHAT'LL THEY DO TO US--ON ACCOUNT'A THE RIOT?
IF YOU DROP YOUR WEAPONS--RETURN TO YOUR CELLS--I'LL REQUEST AMNESTY FOR EVERY LAST ONE OF YOU
HE MEANS IT! NOW IT'S UP TO THE CONS
THE WARDEN'S ALWAYS BEEN A RIGHT JOE! WATTA WE GOT TO LOSE?
OKAY! IT'S A DEAL, MAN
AND I'LL STUDY YOUR GRIEVANCE LIST

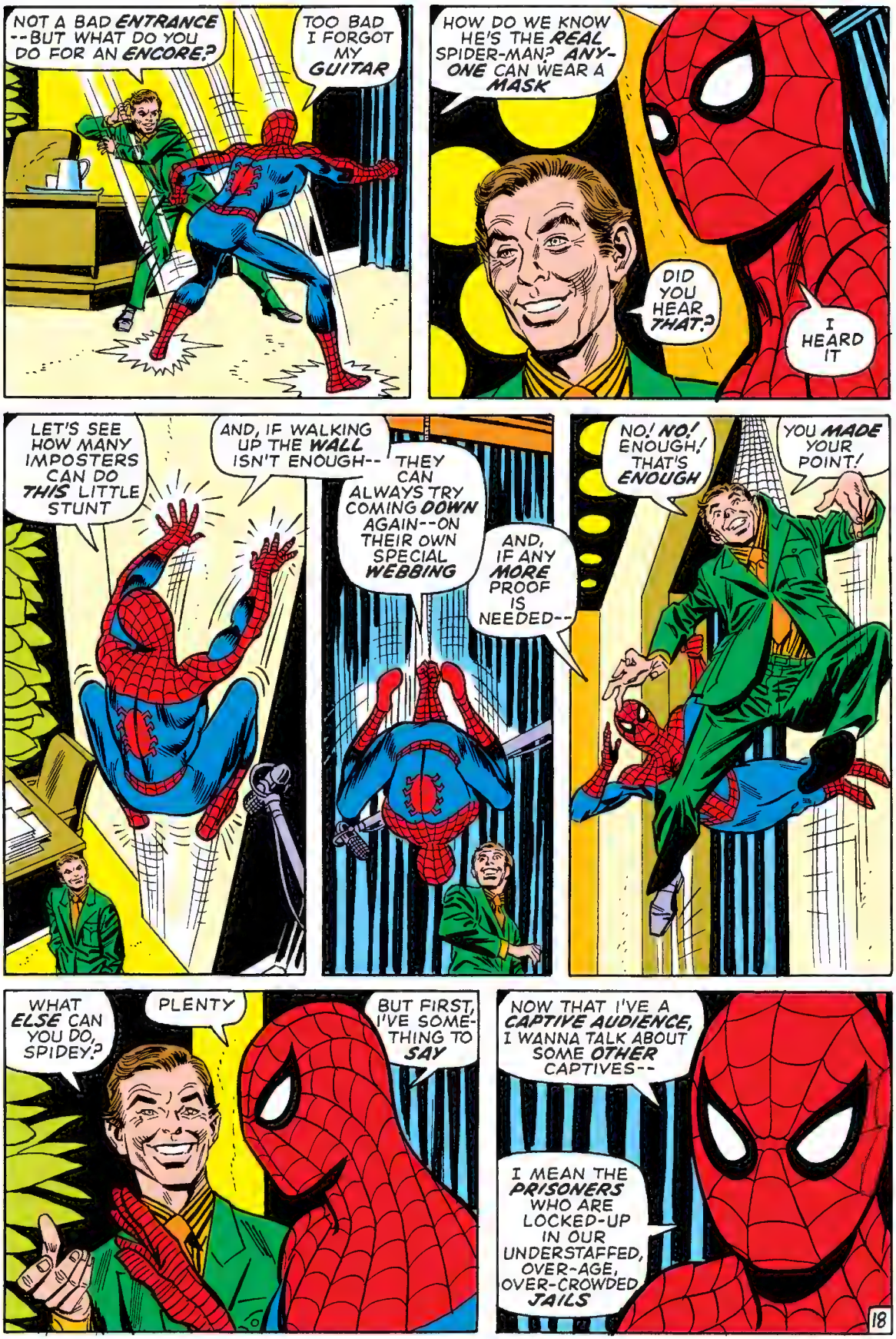

IT'S OVER! AND MY LITTLE SUB-MINI WAS JUST A'CLICKIN' AWAY
C'MON, YOU GUYS! WE'RE HEADIN' BACK
HEY! DIDJA SEE THE WEB-SPINNER DO HIS THING?
SECONDS LATER--
THE RIOT IS ENDED-- FOR NOW! BUT, IF WE DON'T GET THE MONEY WE NEED-- THE REFORMS WE NEED-- THESE PRISONS ARE GONNA EXPLODE
YOU TELL 'EM, WARDEN
AND YOU CAN QUOTE ME
AND NOW, I'D BETTER START-- UH OH!
SPIDER-MAN!
12
WHO CAN THAT BE?
WELL, THERE'S ONE WAY TO FIND OUT--
AM I GLAD I SAW YOU
HOW COME?
IT'S A LUCKY BREAK--FOR BOTH OF US
YOU'RE JUST WHAT I NEED! I'VE NEVER HAD A GUEST LIKE YOU ON MY TV SHOW
COME ON IN, WILLYA?
13

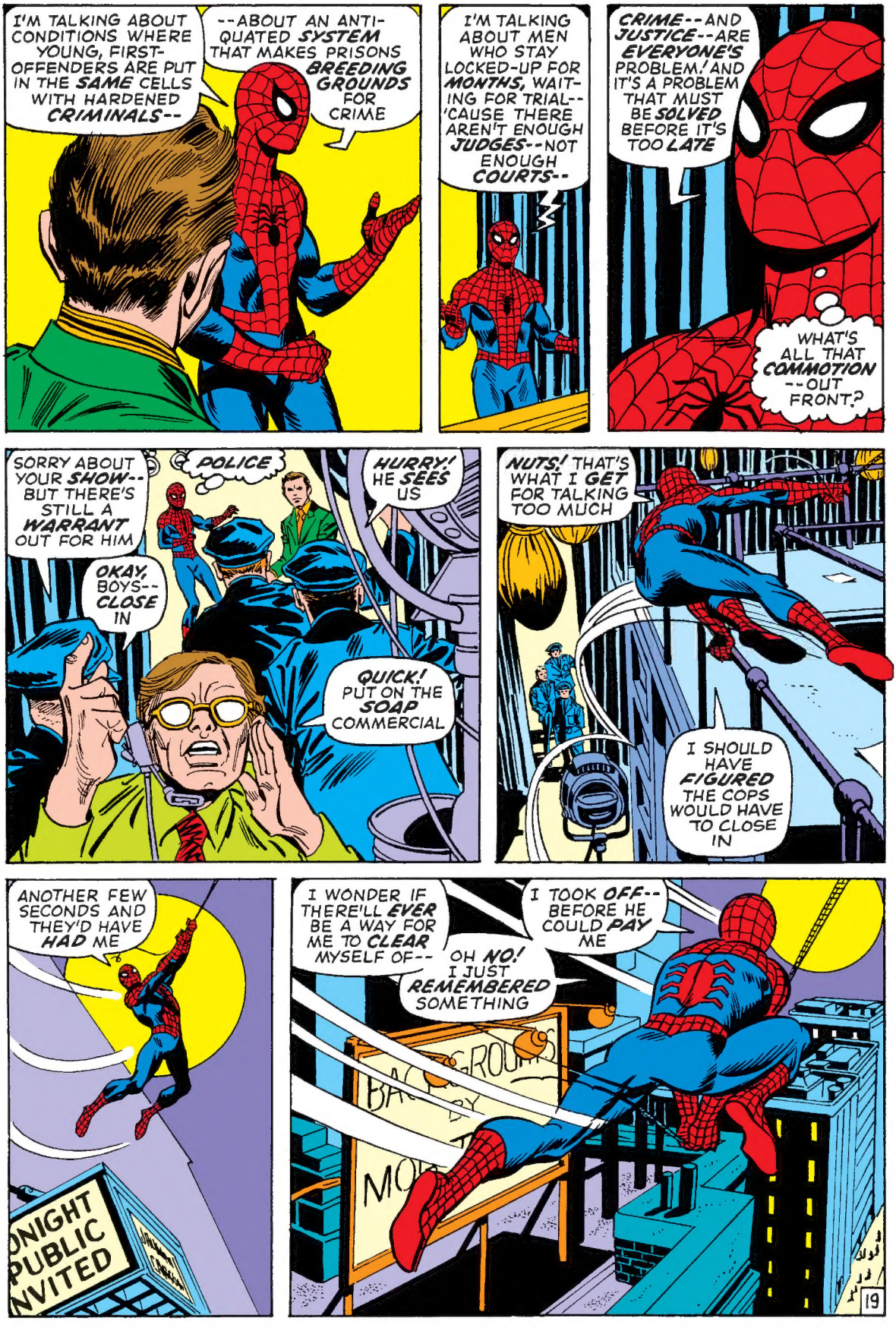

I JUST HEARD WHAT HAPPENED AT THE PRISON
IT WAS ON A RADIO NEWS BULLETIN
DON'T TELL ME! I WAS THERE
I KNOW! THINK WHAT A SCOOP IT'LL BE FOR ME TO HAVE YOU ON MY SHOW-- THE VERY SAME NIGHT
I'M ALL SHOOK-UP
IT'LL BE GREAT PUBLIC RELATIONS FOR YOU! PEOPLE MIGHT START LOVING YOU
CAN'T LIVE ON LOVE! WHAT'LL IT PAY?
HOW CAN YOU TALK ABOUT MONEY WHEN I'M OFFERING YOU FAME--GLAMOR?
YOU COULD BE ANOTHER ZSA ZSA GABOR
NO DOUGH, NO SHOW
ALL RIGHT-- I'LL PAY YOU THE USUAL RATE
IT'S A DEAL
DUNNO WHAT THE USUAL RATE IS-- BUT HOW BAD CAN IT BE?
THINGS ARE GOING SO WELL, I'M GETTING NERVOUS
BE BACK BEFORE MIDNIGHT
I'D BETTER GET MY PICTURES OVER TO THE BUGLE NOW
AND JAMESON BETTER NOT WELCH ON HIS DEAL

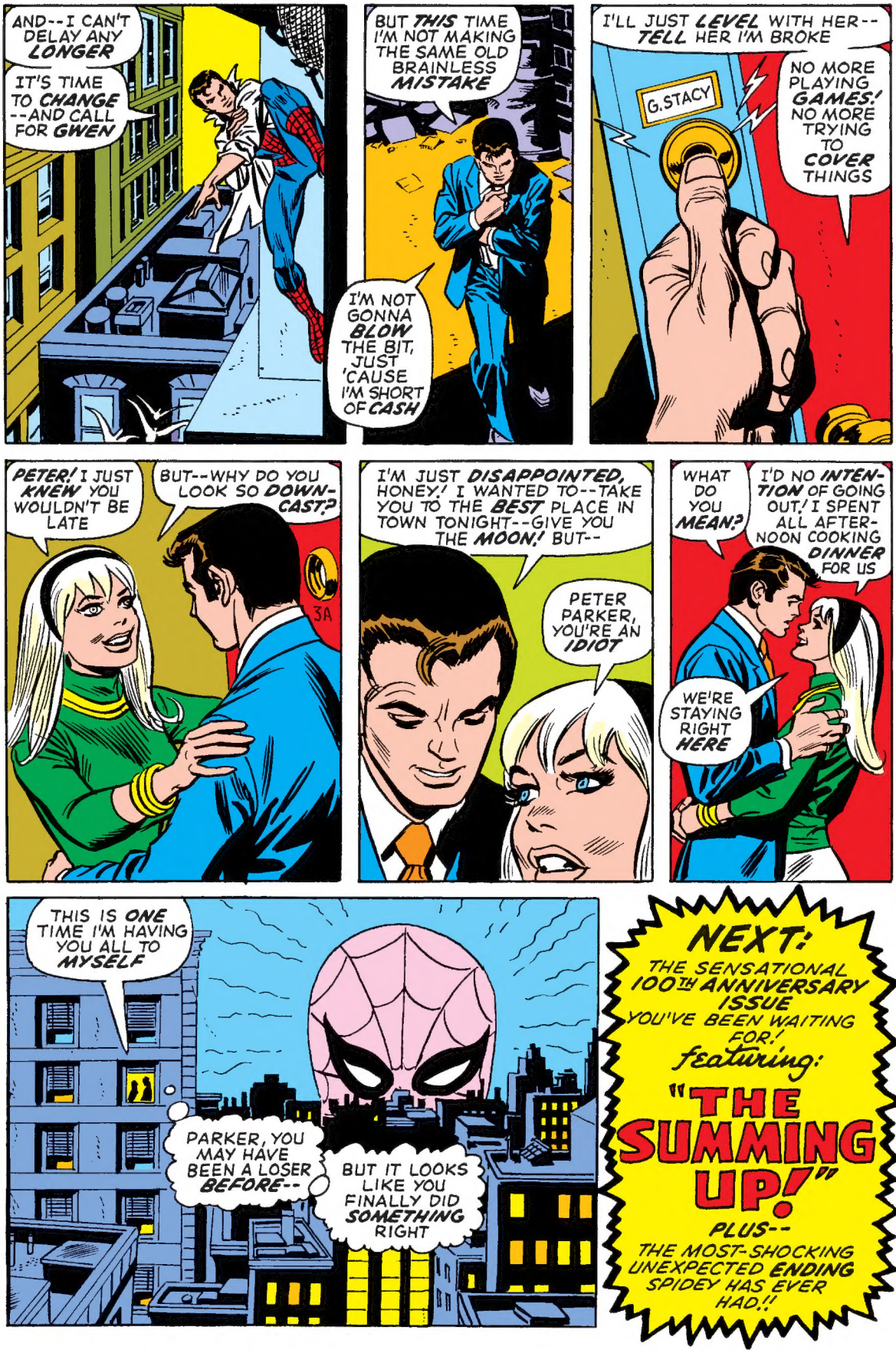
ONCE I GET MY HANDS ON THE CASH HE PROMISED ME--
I'LL SHOW GWENDY THE BEST TIME SHE'S EVER HAD
IT'LL BE GREAT TO TREAT THAT LIVING DOLL THE WAY SHE DESERVES
I'LL RUSH THE NEGATIVES RIGHT DOWN TO THE BUGLE'S PHOTO LAB--
THEY OUGHTTA BE READY INSIDE THE HOUR
AND SO--
WE HEARD ABOUT IT ON THE RADIO, PARKER
EVERY-ONE WAS THERE-- EXCEPT YOU
DON'T BELIEVE EVERY-THING YOU HEAR
I WAS THERE, ALSO
BUT I HADDA STAY HIDDEN--IN ORDER TO GET THESE PIX
YOU MEAN-- YOU GOT THEM?
HE GOT THEM, ALL RIGHT
I DON'T GET IT! THERE WERE TWO DOZEN PRO'S THERE--
AND, AS USUAL, PARKER GOT THE JUMP ON THEM ALL
DUNNO HOW YOU DID IT, SON--BUT GOOD WORK
THANKS, MR. ROBERTSON
I SURE HOPE HE DOESN'T KNOW
NOW, ABOUT MY MONEY--
I'M A PUBLISHER-- NOT A BANK TELLER
ROBBIE'LL TAKE YOU TO OUR CASHIER
YOU CAN WORK OUT THE DETAILS WITH HIM
15

SEE YOU LATER, JJ
THREATS! ALWAYS THREATS
IS HE EVER IN A GOOD MOOD?
SURE! HE'S GOTTA SLEEP SOMETIME
NOW THAT YOU'RE ON SALARY, REMEMBER-- PAY-DAY IS FRIDAY
SO DROP BY AFTER THREE --TO PICK UP YOUR CHECK
WE--DON'T GET PAID --TILL FRIDAY?
OH NO! I'M SEEING GWEN TONIGHT
HOW WILL I MANAGE TO TAKE HER OUT?
NOW I'VE GOTTA MAKE THAT TV SHOW
AND I BETTER HOPE THEY'LL PAY ME-- RIGHT ON THE SPOT
I REALIZE I'M NOT A BIG NAME, HOLLYWOOD STAR
BUT I'M A LOT HARDER TO GET THAN THEY ARE
THAT GEM OF WISDOM OUGHTTA BE WORTH SOMETHING-- TO SOMEONE
I SURE HOPE I'M GONNA BE ON TIME
THIS IS ONE APPOINTMENT I DON'T WANNA MISS
--'CAUSE IF I DON'T GET SOME GREEN-BACKS SOON-- FORGET IT!
16

YOUR OFFER STILL HOLD?
SPIDER-MAN! I WAS BEGINNING TO THINK YOU WOULDN'T SHOW
IT'S A GOOD THING I HUNG AROUND-- WAITING TILL THE LAST MINUTE
C'MON-- YOU'RE JUST IN TIME! THEY'RE ABOUT TO START THE TAPING NOW
I'LL GIVE YOU YOUR INTRO-- AND THEN I'LL TELL YOU HOW I WANT YOU TO ENTER--
FORGET IT! THAT'S NOT ONE OF MY HANG-UPS
AND, IF YOU GET STAGE-FRIGHT--
AND NOW--
HOLD IT
I'VE GOT A SURPRISE FOR YOU THAT'S JUST TOO BIG TO KEEP
AND SO, BEFORE WE GET INTO THE REGULAR PORTION OF OUR SHOW--
FASTEN YOUR SEATBELTS, 'CAUSE HERE COMES--
YOUR FRIENDLY, NEIGHBORHOOD SPIDER-MAN
NO. 1
17


NOT A BAD ENTRANCE --BUT WHAT DO YOU DO FOR AN ENCORE?
TOO BAD I FORGOT MY GUITAR
HOW DO WE KNOW HE'S THE REAL SPIDER-MAN? ANY-ONE CAN WEAR A MASK
DID YOU HEAR THAT?
I HEARD IT
LET'S SEE HOW MANY IMPOSTERS CAN DO THIS LITTLE STUNT
AND, IF WALKING UP THE WALL ISN'T ENOUGH--
THEY CAN ALWAYS TRY COMING DOWN AGAIN--ON THEIR OWN SPECIAL WEBBING
AND, IF ANY MORE PROOF IS NEEDED--
NO! NO! ENOUGH! THAT'S ENOUGH
YOU MADE YOUR POINT!
WHAT ELSE CAN YOU DO, SPIDEY?
PLENTY
BUT FIRST, I'VE SOME-THING TO SAY
NOW THAT I'VE A CAPTIVE AUDIENCE, I WANNA TALK ABOUT SOME OTHER CAPTIVES--
I MEAN THE PRISONERS WHO ARE LOCKED-UP IN OUR UNDERSTAFFED, OVER-AGE, OVER-CROWDED JAILS


I'M TALKING ABOUT CONDITIONS WHERE YOUNG, FIRST-OFFENDERS ARE PUT IN THE SAME CELLS WITH HARDENED CRIMINALS--
--ABOUT AN ANTI-QUATED SYSTEM THAT MAKES PRISONS BREEDING GROUNDS FOR CRIME
I'M TALKING ABOUT MEN WHO STAY LOCKED-UP FOR MONTHS, WAITING FOR TRIAL--'CAUSE THERE AREN'T ENOUGH JUDGES--NOT ENOUGH COURTS--
CRIME--AND JUSTICE--ARE EVERYONE'S PROBLEM! AND IT'S A PROBLEM THAT MUST BE SOLVED BEFORE IT'S TOO LATE
WHAT'S ALL THAT COMMOTION --OUT FRONT?
SORRY ABOUT YOUR SHOW--BUT THERE'S STILL A WARRANT OUT FOR HIM
POLICE
HURRY! HE SEES US
OKAY, BOYS--CLOSE IN
QUICK! PUT ON THE SOAP COMMERCIAL
NUTS! THAT'S WHAT I GET FOR TALKING TOO MUCH
I SHOULD HAVE FIGURED THE COPS WOULD HAVE TO CLOSE IN
ANOTHER FEW SECONDS AND THEY'D HAVE HAD ME
NIGHT PUBLIC NVITED
I WONDER IF THERE'LL EVER BE A WAY FOR ME TO CLEAR MYSELF OF--
OH NO! I JUST REMEMBERED SOMETHING
I TOOK OFF--BEFORE HE COULD PAY ME
19


AND--I CAN'T DELAY ANY LONGER
IT'S TIME TO CHANGE --AND CALL FOR GWEN
BUT THIS TIME I'M NOT MAKING THE SAME OLD BRAINLESS MISTAKE
I'M NOT GONNA BLOW THE BIT, JUST 'CAUSE I'M SHORT OF CASH
I'LL JUST LEVEL WITH HER-- TELL HER I'M BROKE
G.STACY
NO MORE PLAYING GAMES! NO MORE TRYING TO COVER THINGS
PETER! I JUST KNEW YOU WOULDN'T BE LATE
BUT--WHY DO YOU LOOK SO DOWN-CAST?
3A
I'M JUST DISAPPOINTED, HONEY! I WANTED TO--TAKE YOU TO THE BEST PLACE IN TOWN TONIGHT--GIVE YOU THE MOON! BUT--
PETER PARKER, YOU'RE AN IDIOT
WHAT DO YOU MEAN?
I'D NO INTEN-TION OF GOING OUT! I SPENT ALL AFTER-NOON COOKING DINNER FOR US
WE'RE STAYING RIGHT HERE
THIS IS ONE TIME I'M HAVING YOU ALL TO MYSELF
PARKER, YOU MAY HAVE BEEN A LOSER BEFORE--
BUT IT LOOKS LIKE YOU FINALLY DID SOMETHING RIGHT
NEXT:
THE SENSATIONAL 100TH ANNIVERSARY ISSUE YOU'VE BEEN WAITING FOR!
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PLUS--
THE MOST-SHOCKING UNEXPECTED ENDING SPIDEY HAS EVER HAD!!

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